



# 2018

## Annual Report



## Non-executive Directors

Russell A. Higgins AO, Chairman  
Anne B. Brennan  
Christopher E. Cuffe AO  
Roger A. Davis  
Elizabeth A. Lewin  
Joycelyn C. Morton

## Managing Director

Jason Beddow

## Chief Financial Officer

Andrew B. Hill

## Chief Operating Officer

Timothy C.A. Binks

## Auditor

PricewaterhouseCoopers

## Registered Head Office

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Adelaide, South Australia 5000  
GPO Box 2692,  
Adelaide, South Australia 5001  
Telephone: (08) 8210 9500  
Facsimile: (08) 8212 1658  
invest@argoinvestments.com.au  
www.argoinvestments.com.au

## Sydney Office

Level 37, 259 George Street,  
Sydney, New South Wales 2000  
Telephone: (02) 8274 4700  
Facsimile: (02) 8274 4777

## Share Registry

Computershare Investor  
Services Pty Limited  
Level 5, 115 Grenfell Street,  
Adelaide, South Australia 5000  
Telephone: 1300 350 716  
www.investorcentre.com

“Argo’s objective is to maximise long-term returns to shareholders through a balance of capital and dividend growth. It does this by investing in a diversified Australian equities portfolio which is actively managed in a tax-aware manner within a low-cost structure.”

# Meetings

## Annual General Meeting

Adelaide

**Monday 22 October 2018**

Adelaide Oval, War Memorial Drive, North Adelaide

## Information meetings

Melbourne:

**23 October 2018**

*Grand Hyatt*

*123 Collins Street, Melbourne*

Sydney:

**24 October 2018**

*Amora Hotel*

*11 Jamison Street, Sydney*

Brisbane:

**25 October 2018**

*Marriott Hotel*

*515 Queen Street, Brisbane*

Canberra:

**26 October 2018**

*Park Hyatt*

*120 Commonwealth Avenue, Yarralumla*

Perth:

**8 November 2018**

*Duxton Hotel*

*1 St. Georges Terrace, Perth*

# 2018 Highlights

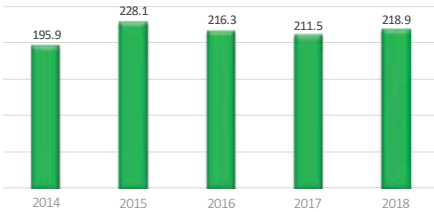
- 
- Profit of \$218.9 million, compared with \$211.5 million last year.
- 
- Earnings per share of 31.3 cents, compared with 30.7 cents last year.
- 
- Dividends of 31.5 cents per share fully franked (including LIC capital gain component of 4.0 cents), compared with 31.0 cents per share fully franked (5.0 cents LIC capital gain component) last year.
- 
- Year-end net tangible asset backing of \$8.16 per share, compared with \$7.71 per share at 30 June 2017.
- 
- Management expense ratio at 0.15% of average assets at market value, compared with 0.16% last year.
- 
- Total portfolio return for the year of +10.2% after deducting all costs and tax, which compares with the one year S&P ASX 200 Accumulation Index return of +13.0% without taking into account any costs or tax.
- 
- Capital raisings of \$84.1 million from the Share Purchase Plan and \$40.6 million from the Dividend Reinvestment Plan.
- 

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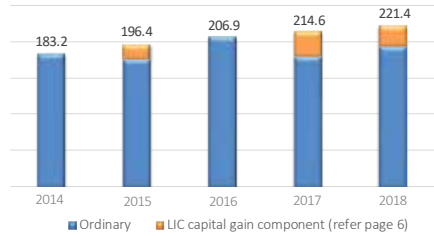
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# Five year summary

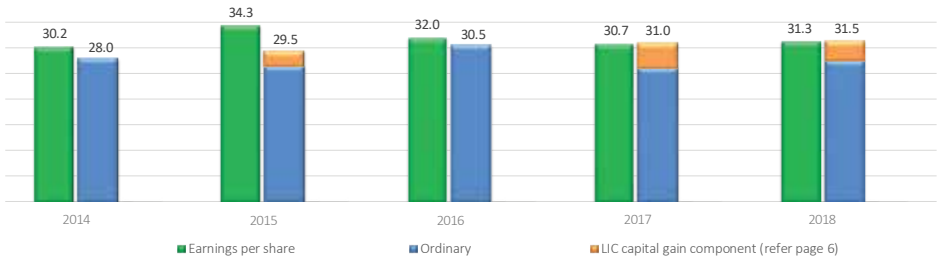
Profit (\$millions)



Total dividends (\$millions)

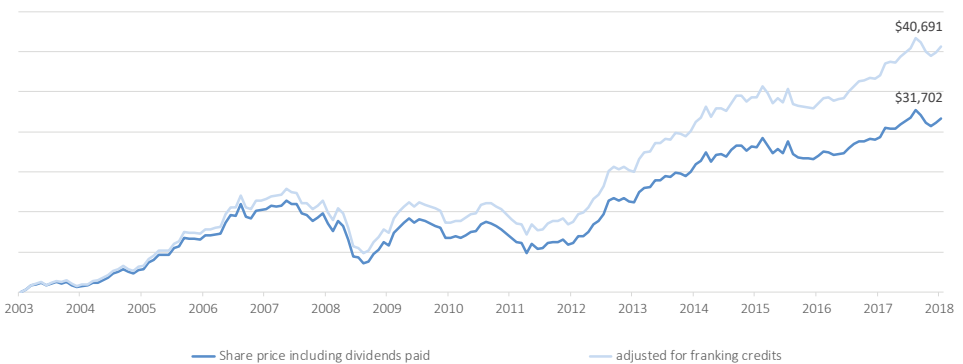


Earnings and dividends (cents per share)



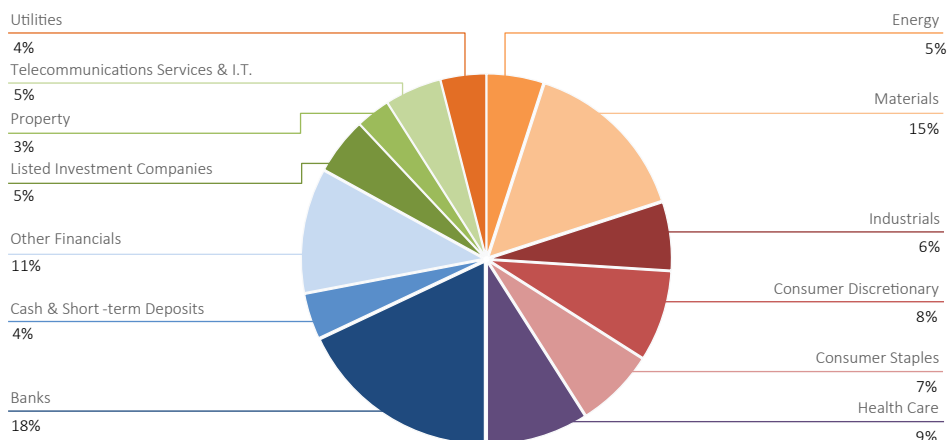
# Share price return

Share price return including dividends paid and adjusted for franking credits (15 year return based on \$10,000 invested)



A \$10,000 investment in Argo shares on 1 July 2003 would have grown to a value of \$31,702 at 30 June 2018. The tax effective value taking into account franking credits is \$40,691.

## Portfolio sector allocation as at 30 June 2018



## 20 largest investments as at 30 June 2018

	\$m	% of total assets
Westpac Banking Corporation	344.5	5.9
Macquarie Group	304.0	5.2
Australia and New Zealand Banking Group	275.8	4.7
BHP Billiton	268.9	4.6
Wesfarmers	248.8	4.3
Commonwealth Bank of Australia	233.5	4.0
CSL	214.5	3.7
Rio Tinto	185.3	3.2
National Australia Bank	166.0	2.8
Australian United Investment Company	124.7	2.1
Telstra Corporation	120.6	2.1
Origin Energy	109.8	1.9
APA Group	107.2	1.8
Sydney Airport	103.5	1.8
Twenty-First Century Fox, Inc.	102.0	1.7
Woolworths	101.7	1.7
Milton Corporation	96.4	1.6
Ramsay Health Care	92.6	1.6
Computershare	90.3	1.5
Aristocrat Leisure	86.1	1.5
	<b>3,376.2</b>	<b>57.7</b>
Cash and Short-term Deposits	<b>228.5</b>	<b>3.9</b>

## Company profile

Argo Investments Limited was established in 1946 and is a leading Australian listed investment company with a market capitalisation at 30 June 2018 of \$5.7 billion.

Argo shares offer investors a low cost, professionally managed entry to the Australian sharemarket.

Argo is ranked by market capitalisation in the top 100 companies listed on the Australian Securities Exchange (ASX code: ARG).

Argo seeks to provide long-term capital growth and a regular income stream to over 84,000 shareholders.

Argo's total assets were \$5.8 billion at 30 June 2018 and are invested predominantly in the shares of companies listed on the Australian Securities Exchange (ASX).

Argo's Board of Directors and management team are both experienced and highly qualified, which are considered essential qualities for the effective surveillance of a long-term investment portfolio. The Board currently consists of six Non-executive Directors and the Managing Director.

The investment philosophy followed by Argo is straightforward. Rather than attempt to gain spectacular rewards in the short term from high-risk situations, management aims to provide consistent tax-effective income combined with long-term capital growth, by investing in a diversified portfolio of securities. The portfolio contains investments in 93 companies and trusts representing a cross section of Australia's enterprises, including a number with substantial overseas operations. A long-term investment philosophy is adopted in selecting the portfolio which extends beyond the larger companies to include smaller companies where there is judged to be good quality management and prospects for sound earnings growth.

Successful equity investing depends on good quality research and analysis. Argo's investment team includes the Managing Director and a number of specialist research analysts. The research has two objectives: to monitor the portfolio of leading stocks and smaller companies, and to find new investments to complement the portfolio. The investment goal is to identify well-managed businesses with the potential and ability to generate growing and sustainable profits to fund increasing dividend payments.

Due to the spread of investments within the Company's portfolio, Argo shares are particularly suitable for investors who seek to maximise long-term returns through a balance of capital and dividend growth. This could include investors who are looking for broad exposure to the Australian sharemarket, passive investors and self-managed superannuation funds.

Argo shares can be purchased through any sharebroker and the market price of the shares is quoted on the ASX. There are no fees charged to Argo shareholders. Being a securities exchange listed company, only stockbrokers charges apply.

We encourage investors to visit the Argo website at [www.argoinvestments.com.au](http://www.argoinvestments.com.au) to obtain further up to date information about the Company's operations.

# Shareholder benefits

## **Low management costs**

Argo's management costs are very low when compared with many other managed investment products. For the year ended 30 June 2018, total operating costs were 0.15% of average assets at market value.

## **Franked dividends and potential Listed Investment Company capital gain tax benefits**

Argo has paid dividends every year since its inception in 1946.

Franking credits on dividends received by Argo are passed on to shareholders through dividends paid that are fully or substantially franked, depending on tax credits available to the Company.

Overseas shareholders also benefit, since withholding tax is not deducted from franked dividends.

In addition, certain Australian resident shareholders can also claim a tax benefit where a component of the dividend is sourced from realised eligible listed investment company (LIC) capital gains.

## **Share Purchase Plan**

Argo has a Share Purchase Plan (SPP) which is generally offered annually and allows eligible shareholders the opportunity to acquire additional parcels of shares directly from the Company, often at a discount to the market price as defined by the SPP.

No brokerage or other transaction costs are payable. The maximum amount that a shareholder can invest in any 12 month period pursuant to the SPP is \$15,000.

## **Dividend Reinvestment Plan**

Argo has a Dividend Reinvestment Plan (DRP) which allows eligible shareholders the opportunity to reinvest their dividends, often at a discount to the market price of Argo shares as defined by the DRP.

# Directors' Report

The Directors present their Seventy Second Annual Report together with the financial report of the consolidated entity, consisting of Argo Investments Limited and its controlled entities (Argo or Company), for the financial year ended 30 June 2018, including the Independent Auditor's Report.

## DIRECTORS

At the date of this report, the Board comprised six Non-executive Directors and the Managing Director.

The Directors in office during or since the end of the financial year are as follows:

### **Russell Allan Higgins AO** BEC, FAICD

Non-executive Chairman – Independent

Mr. Higgins joined the Board in 2011 and was appointed Chairman on 1 July 2018. He is also a member of the Remuneration Committee.

He has an extensive background in the energy and infrastructure sectors and in economic and fiscal policy, both locally and internationally. He is an experienced company director who has also held senior government positions.

Mr. Higgins is also Chairman of Argo Global Listed Infrastructure Limited (since 1 July 2018), and a Non-executive Director of APA Group (since 2004) and Telstra Corporation Ltd (since 2009).

### **Anne Bernadette Brennan** BCom(Hons), FCA, FAICD

Non-executive Director – Independent

Ms. Brennan joined the Board in 2011 and is Chair of the Audit & Risk Committee.

She has extensive financial experience gained over many years in a variety of senior management roles with large corporates and chartered accounting firms, particularly in the areas of audit, corporate finance and transaction services.

Ms. Brennan is also a Non-executive Director of Charter Hall Group (since 2010), Nufarm Ltd (since 2011), Metcash Ltd (since March 2018) and Rabobank Australia and New Zealand Ltd (since 2011). She was previously a Non-executive Director of Myer Holdings Ltd (2009 to 2017).

### **Christopher Edgar Cuffe AO** BCom, FCA, FFin, FAICD

Non-executive Director – Independent

Mr. Cuffe was appointed to the Board in 2016 and is a member of the Audit & Risk Committee.

He is well known in the wealth management and philanthropic sectors. He is a former Chief Executive Officer of Colonial First State and Challenger Financial Services Group, and a former Chairman of UniSuper Ltd.



Mr. Cuffe is also a Non-executive Director of Global Value Fund Ltd (since 2014), Antipodes Global Investment Company Ltd (since 2016) and Class Ltd (since 2017).

**Roger Andrew Davis** BEc(Hons), MPhil(Oxon), FCPA

Non-executive Director – Independent

Mr. Davis joined the Board in 2012 and is Chair of the Remuneration Committee.

He is a Rhodes Scholar and has over 30 years' experience in banking and investment banking in Australia, Japan and the US.

Mr. Davis is also Chairman of Bank of Queensland Ltd (Director since 2008 and Chairman since 2013), a Non-executive Director of Ardent Leisure Ltd (since 2008 until 17 August 2018) and Charter Hall Retail (since June 2018), Chairman of AIG Australia Ltd (Director since 2010) and a consulting Director at Rothschild Australia Ltd (since 2003). He was previously a Non-executive Director of Aristocrat Leisure Ltd (2005 to 2017).

**Elizabeth Anne Lewin** GAICD

Non-executive Director – Independent

Ms. Lewin was appointed to the Board on 1 July 2018 and is a member of the Remuneration Committee.

She has over 25 years of international experience in the financial services sector, with an extensive background in wealth management, investment banking and superannuation as a director and a senior executive.

Ms. Lewin is also a Non-executive Director of Colonial First State Investments Ltd (since 2015), Colonial Mutual Superannuation Pty Ltd (since 2015) and Avanteos Investments Ltd (since 2015).

**Joycelyn Cheryl Morton** BEc, FCA, FCPA, FIPA, FGIA, FAICD

Non-executive Director – Independent

Ms. Morton joined the Board in 2012 and is a member of the Audit & Risk Committee.

She has an extensive business and accounting background and has worked in a number of senior financial roles both in Australia and internationally, with particular expertise in taxation.

Ms. Morton is also a Non-executive Director of Argo Global Listed Infrastructure Limited (since 2015), Beach Petroleum Ltd (since February 2018), Snowy Hydro Ltd (since 2012) and ASC Pty Ltd (since 2017). She was previously a Non-executive Director and Chair of Noni B Limited (2009 to 2015) and Thorn Group Ltd (2011 to 2018), and a Non-executive Director of Invocare Ltd (2015 to 2018).

**Jason Beddow** BEng, GdipAppFin(SecInst)

Managing Director – Non-independent

Mr. Beddow has an engineering and investment background. He joined the Company in 2001 as an Investment Analyst and became Chief Investment Officer in 2008. He was appointed Chief Executive Officer in 2010 and Managing Director in 2014.

Mr Beddow is also Managing Director of Argo Global Listed Infrastructure Limited (since 2015).

**Geoffrey Ian Martin AM** BEc(Hons),FAICD

Non-executive Director and Chairman – Independent

Mr. Martin retired from the Board on 30 June 2018, after 14 years as a Non-executive Director including 6 years as Chairman. The Board gratefully acknowledges his diligent service and considerable contribution to the development of the Company.

### DIRECTORS' RELEVANT INTERESTS

The Directors' relevant interests in shares and executive performance rights, as notified to the ASX in accordance with the *Corporations Act 2001*, at the date of this report are as follows:

	Shares	Performance Rights
R.A. Higgins AO	109,462	-
J. Beddow	237,706	324,263
A.B. Brennan	15,454	-
C.E. Cuffe AO	13,493	-
R.A. Davis	31,622	-
E.A. Lewin	-	-
J.C. Morton	24,815	-

### BOARD AND COMMITTEE MEETINGS

At the date of this report, the Company has an Audit & Risk Committee and a Remuneration Committee of the Board.

There were 8 Board meetings, 4 Audit & Risk Committee meetings and 3 Remuneration Committee meetings held during the financial year. The number of meetings attended during the financial year by each of the Directors while in office were:

	Board		Audit & Risk Committee		Remuneration Committee	
	No. of meetings held while a Director	No. of meetings attended	No. of meetings held while a member	No. of meetings attended	No. of meetings held while a member	No. of meetings attended
R.A. Higgins AO	8	8	-	4*	3	3
J. Beddow	8	8	-	4*	-	3*
A.B. Brennan	8	7	4	4	-	-
C.E. Cuffe AO	8	8	4	4	-	-
R.A. Davis	8	8	-	3*	3	2
G.I. Martin AM	8	8	-	3*	3	3
J.C. Morton	8	8	4	4	-	-

\* By invitation

## SECRETARY

**Timothy Campbell Agar Binks** BEc, CA, FGIA, GAICD held the role of Company Secretary during the year and at the date of this report.

Mr. Binks joined the Company in 2007 and has a background in accounting, funds management and stockbroking. He was appointed Company Secretary in 2010 and became Chief Operating Officer in 2015, whilst still maintaining the company secretarial duties.

## PRINCIPAL ACTIVITIES AND STATE OF AFFAIRS

The principal activities of the Company during the financial year were the investment of funds in Australian listed securities and short-term interest bearing securities. The Company's wholly owned subsidiary also provides management services to an external listed investment company under an Australian Financial Services Licence. More details are provided in the Operating and Financial Review below.

## OPERATING AND FINANCIAL REVIEW

### Summary of business model

Argo Investments Limited is a listed investment company which actively manages a diversified Australian equities portfolio in a tax-aware manner within a low-cost structure, with the objective of maximising long-term returns to shareholders through a balance of capital and dividend growth.

Argo generates the majority of its revenue by 'harvesting' the dividends and distributions received from the companies and trusts in its investment portfolio. Additional income is derived from interest earned on cash deposits, premium income from selling exchange-traded options, a small amount of share trading activity and fee income from managing an external listed investment company. Dividends and distributions made up 96% of Argo's income from operating activities for the financial year, with the portfolio's top 20 equity investments generating 63% of that income.

Argo's operational costs are relatively stable and are lower than those of most other managed investment products due to its internally managed listed investment company structure. In the 2018 financial year the Company's total operating costs were equivalent to 0.15% of average assets, which is very low by industry standards. Argo's main expense items are remuneration, share registry fees and office rent.

The above characteristics make for an efficient business model which benefits from economies of scale. The low proportion of variable costs implies that in general, profit will fluctuate according to the performance, and in particular the dividend payout policies, of each of the companies and trusts in the investment portfolio. At balance date there were 93 different stocks in the portfolio, providing the Company with dividend income from a diverse range of industries.

The majority of Argo's profit is paid out as dividends to its shareholders, with fully franked dividends a priority. Argo has paid dividends every year since it was established in 1946.

Argo shares offer investors a professionally managed, diversified and easily traded exposure to the Australian equity market, without the need to pay fees to an external investment manager.

For the last 15 years, the Company's investment portfolio has produced a compound return of +8.9% per annum, as measured by the movement in net tangible asset backing (NTA) per share assuming dividends paid are reinvested. This return is after payment of all costs and tax and compares to a return of +9.6% per annum from the S&P ASX 200 Accumulation Index, which does not take into account any costs or tax. In addition, Argo's total shareholder return based on the share price over the same period was +8.0% per annum, and +9.8% including the franking credits attached to the dividend payments.

### Investment process

The investment team, led by the Managing Director, is responsible for constructing and maintaining an appropriately diversified portfolio which generates dividend income and long-term capital growth.

The investment process, which involves the monitoring and review of existing investments as well as analysing potential new investments, includes extensive research, company visits and industry studies, as well as economic analysis to help identify emerging trends and assist with the timing of transactions.

The closed-end structure of a listed investment company is ideally suited to building a long-term portfolio, as Argo does not experience investor redemptions which might otherwise force desirable long-term holdings to be sold. Instead, shareholders wishing to liquidate their holding in Argo simply sell their shares on the share market. This stability allows Argo to take advantage of short-term market fluctuations in order to buy or add to long-term holdings when prices trade below the long-term valuations calculated by the investment team.

### Review of activities and events during the year ended 30 June 2018

The Company's assets are invested primarily in Australian companies and trusts which are listed on the ASX. The capital growth of Argo's shares is therefore closely linked to the fortunes of the Australian equity market. Continuing synchronised economic growth in most regions of the world has fuelled another strong year for global equity markets, and in Australia the S&P ASX 200 Accumulation Index, which includes dividend income, returned +13.0%, following last year's +14.1% return.

However the performance of individual industry sectors varied widely. Energy, Metals & Mining, Information Technology, Healthcare, Consumer Staples and Materials all recorded healthy gains. In contrast, Telecommunications declined significantly, led by Telstra Corporation which cut its dividend amid increasing pressure from competitors and the transition to the NBN. Financials also underperformed in a tough year for the sector and negative sentiment due to the Royal Commission into Misconduct in the Banking, Superannuation and Financial Services Industry.

During the year, \$259 million was outlaid on long-term investment purchases and \$201 million was received due to disposals and takeover proceeds. The larger movements in the long-term portfolio during the year included:

<i>Purchases</i>	<i>Sales</i>
Boral	BHP Billiton
Event Hospitality and Entertainment	Milton Corporation
Nufarm	Rio Tinto
Oil Search	Wesfarmers
Ramsay Health Care	Westfield Corporation* (sold following takeover offer)
Suncorp Group	Woolworths
Tabcorp Holdings	WorleyParsons*
Westpac Banking Corporation	

\* Sale of complete position and removal from portfolio. Other stocks exited during the year were Fletcher Building, iSelect, Lex Property Fund (takeover), oOh!media, Motorcycle Holdings, Murray River Organics Group and Programmed Maintenance Services (takeover).

Several of the investment sales resulted in substantial capital gains being crystallised in the Company's portfolio. As a long-term, capital account, listed investment company (LIC), Argo is able to pass on the benefit of the capital gains tax discount for long-term holdings to its shareholders, in the form of a 'LIC capital gain' component of the final dividend. Most shareholders will be able to claim a tax deduction relating to this component of the dividend. Details will be in the dividend statement provided to shareholders in September.

The Company added a number of new investments to the portfolio, primarily in industries where it is anticipated that growth opportunities may be superior to those in many of the larger companies in the broader index. The new stocks added to the portfolio during the financial year were Oil Search, Nufarm, Paragon Care, Bega Cheese and Novonix. In addition, 30 existing holdings were added to.

The best performing stocks in Argo's portfolio were Santos, 21<sup>st</sup> Century Fox, MMA Offshore, Speedcast International, Alumina, Reece and BHP Billiton. The worst performing stocks were Novonix, Managed Accounts Holdings, Monash IVF Group, Telstra Corporation, McGrath and Vocus Group.

Over the course of the year, Argo's investment portfolio returned +10.2% after deducting all costs and tax (measured by the movement in NTA assuming dividends paid are reinvested) and Argo's share price performance returned +8.1% for the financial year, with the share price trading at a slight discount to NTA.

In addition to managing Argo's portfolio and operations, the Company's wholly owned subsidiary, Argo Service Company Pty Ltd, manages an external listed investment company, Argo Global Listed Infrastructure Limited (AGLI). The management activities are carried out by Argo personnel and include administration, financial reporting, company secretarial duties and supervision of AGLI's share registry, asset custodian and its US-based portfolio manager, Cohen & Steers.

During the year, the composition of the Board of Directors changed slightly as part of the Company's ongoing succession and renewal process. Mr. Ian Martin retired on 30 June 2018 after 14 years service including 6 years as Chairman. Mr. Russell Higgins succeeded Mr. Martin as Chairman and Ms. Elizabeth Lewin was appointed as a Non-executive Director with effect from 1 July 2018.

### **Discussion of results and financial position**

Argo's profit for the year ended 30 June 2018 was 3.5% higher than the prior year and earnings per share rose by 2.0%.

Dividend income was 3.1% higher, led by increased dividends from Macquarie Group, BHP Billiton and Rio Tinto. Income from option writing and trading declined this year, although interest received on cash deposits was higher, reflecting higher cash balances on hand.

Administration expenses increased by 1.5%, and include the costs of managing the external listed investment company, AGLI, for which Argo received \$1.8 million in management fee income.

Dividends are very important to Argo shareholders, and the Company again increased annual dividends this year to a record 31.5 cents per share fully franked.

Argo's total assets increased from \$5.4 billion to \$5.8 billion, chiefly due to the impact of the stronger equity market on the portfolio value. Shareholders also contributed \$40.6 million through the Dividend Reinvestment Plan and \$84.1 million through the Share Purchase Plan offered in March 2018. The number of Argo shareholders has increased again this year, with 84,120 holders on the register at 30 June 2018.

The cash assets at year end were \$228.5 million, representing 3.9% of the Company's total assets. Although cash on hand fluctuates throughout the year according to the timing of dividends received, dividends paid, capital raisings, and investment purchases and disposals, the Company has generally held relatively higher levels of cash, reflecting our cautious approach when we perceive equity market valuations to be relatively high.

One measure of the financial position of a listed investment company is its net tangible asset backing (NTA) per share. As a long-term investor, Argo does not intend to dispose of its long-term investment portfolio. Therefore, when calculating NTA, Argo values its portfolio using the market price of each listed holding, without providing for estimated tax on gains that would be realised if the entire portfolio was to be sold. At 30 June 2018, this valuation resulted in a NTA per share of \$8.16, a 5.8% increase on the 30 June 2017 level of \$7.71. However, if estimated tax on unrealised gains in the portfolio was to be deducted, the NTA per share at 30 June 2018 would have been \$7.16, compared with \$6.80 at 30 June 2017. Both NTA figures are updated monthly and announced to the ASX.

### **Future prospects, strategies and risks**

The Company has cash available for additional long-term investment in the equity market, and will continue to focus on producing results in accord with its stated investment objective.

The results of Argo's future investment activities will depend primarily on the performance of our investee companies, their resulting share price movements and the dividends and distributions we receive from them. The performance of those entities is influenced by many factors which are difficult to predict, including economic growth rates, investor sentiment, inflation, interest rates, exchange rates, regulatory changes and taxation levels. There are also specific issues such as management competence, capital strength, industry trends and competitive behaviour.

Due to the above factors and general market and economic conditions which can change rapidly, the nature of Argo's business makes it very difficult to forecast future performance. However, the Company is conservatively managed and the diversification of the investment portfolio holdings generally help to reduce the volatility of Argo's earnings and capital fluctuations.

Argo will continue to focus on controlling costs, growing dividends to shareholders and achieving long-term capital growth.

Although the constantly changing nature of markets and other investment conditions requires management and the Directors to diligently appraise any opportunities that may present themselves, Argo does not envisage any significant changes to its business model.

### **MATTERS ARISING SINCE YEAR END**

The Directors are not aware of any matter or circumstance that has arisen since the end of the financial year which has significantly affected or may significantly affect the Company's operations, the results of those operations or the Company's state of affairs in future financial years except as stated elsewhere in this report.

### **DIVIDENDS**

A fully franked interim dividend of 15.5 cents per share was paid on 9 March 2018.

On 13 August 2018, the Directors declared a fully franked final dividend of 16.0 cents per share to be paid on 14 September 2018, which includes a 4.0 cents per share listed investment company (LIC) capital gain component. The LIC capital gain component of the dividend will give rise to an attributable part of 5.71 cents per share, a portion of which eligible shareholders will be able to claim as a deduction in their 2018-2019 income tax returns.

Total fully franked dividends for the year amount to 31.5 cents per share. This compares with 31.0 cents per share last year.

The final dividend paid by the Company for the financial year ended 30 June 2017 of \$110.9 million and referred to in the Directors' Report dated 14 August 2017 was paid on 15 September 2017.

### **DIVIDEND REINVESTMENT PLAN**

The Dividend Reinvestment Plan (DRP) raised \$40.6 million of new capital for investment during the year.

The DRP will operate for the 16.0 cents per share dividend payable on 14 September 2018 and the Directors have resolved that the shares will be allotted to participating shareholders at a discount of 2.0% from the market price of Argo shares, as defined by the DRP.

### **SHARE BUY-BACK**

The Company has an on-market share buy-back in place, in order that its shares can be bought back and cancelled where they can be purchased at a significant discount to the net tangible asset backing per share. Any such purchases have the effect of increasing the value of the remaining shares on issue.

During the year, the share buy-back was not activated.



**INDEMNIFICATION OF DIRECTORS AND OFFICERS AND INSURANCE ARRANGEMENTS**

The Company indemnifies its past, present and future Directors against liabilities arising out of their position with the Company, except where the liability arises out of conduct involving a lack of good faith. The deed stipulates that the Company will meet the full amount of any such liabilities, including costs and expenses.

The Company has paid a premium in respect of a Directors' and Officers' insurance policy covering the liability of past, present or future Directors and Officers, including executive officers of the Company. The terms of the policy prohibit disclosure of the details of the amount of insurance cover and the premium paid.

**NON-AUDIT SERVICES**

Details of the amounts paid or payable to PricewaterhouseCoopers for audit and non-audit services provided during the year are set out in Note 28 to the financial statements on page 65 of this report.

The Board has considered the position and, in accordance with advice from the Audit & Risk Committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001* for the following reasons:

- (a) all non-audit services have been reviewed by the Audit & Risk Committee to ensure they do not impact the impartiality and objectivity of the auditor; and
- (b) the non-audit services provided do not undermine the general principles relating to audit independence as set out in APES 110 *Code of Ethics for Professional Accountants*.

The Auditor's Independence Declaration, as required under Section 307C of the *Corporations Act 2001*, is set out on page 38.

**ENVIRONMENTAL REGULATIONS**

The Company's operations are not directly affected by environmental regulations.

**ROUNDING OF AMOUNTS**

Australian Securities and Investments Commission Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 applies to the Company and accordingly amounts have been rounded to the nearest one thousand dollars in accordance with that Instrument, unless otherwise stated.

## REMUNERATION REPORT

This Report explains how the Board structures remuneration to motivate and reward executives for delivering performance that drives the achievement of Argo's business objectives and creates value for shareholders.

It provides remuneration information regarding the Key Management Personnel (KMP) for the financial year ended 30 June 2018.

KMP are those people who have authority and responsibility for planning, directing and controlling the activities of Argo. This includes the Non-executive Directors and the key executives. The Non-executive Directors during the year were Mr. G.I. Martin AM (Chairman), Ms. A.B. Brennan, Mr. C.E. Cuffe AO, Mr. R.A. Davis, Mr. R.A. Higgins AO and Ms. J.C. Morton. Mr. J. Beddow (Managing Director) was an executive Director during the financial year. Other key executives were Mr. T.C.A. Binks (Chief Operating Officer) and Mr. A.B. Hill (Chief Financial Officer).

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## Section 1 Principles of remuneration

The Board recognises that remuneration plays an important role in the delivery of Argo's business objectives and ongoing performance. The Board seeks to achieve the right balance of motivation, challenge and reward for its executives to encourage sustainable delivery of shareholder returns.

The key principles of Argo's remuneration strategy are:

- Align remuneration structure with shareholder interests
- Attract and retain talent
- Link a significant component of remuneration with the creation of shareholder value through relative outperformance
- Ensure remuneration is competitive and fair

Alignment of the long-term interests of shareholders and executives is achieved by a significant component of executive pay being performance based. This encourages executives to take a long-term approach to decision making and business success without taking excessive risks.

The equity component of any Short-term Incentive (STI) reward is deferred for a two year period and performance under the Long-term Incentive (LTI) is measured over a four year period. The actual remuneration received by executives is therefore reflective of the ongoing performance of the Company over an extended period.

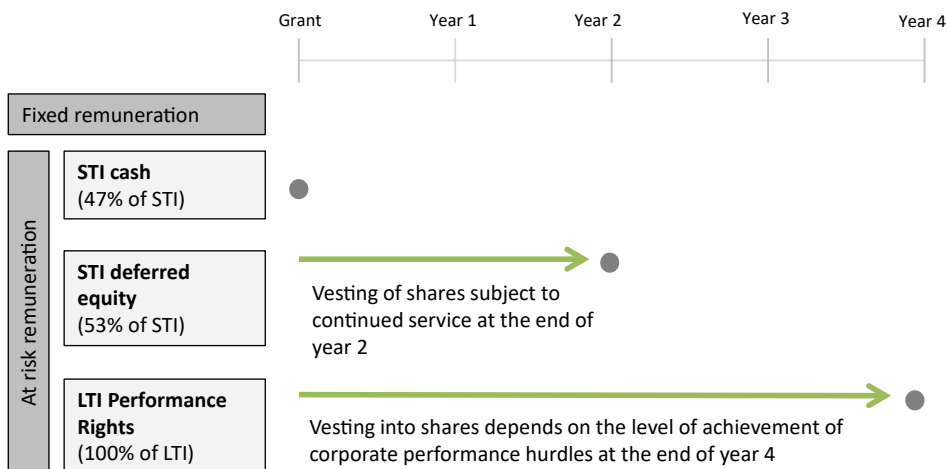
Remuneration reward is measured on a relative basis, reflecting the Company's profitability relative to its peer group and its investment performance relative to the ASX 200 share market index.

## Section 2 Executive remuneration structure

The remuneration structure to reward the Company's executives includes a mix of fixed remuneration and short and long-term performance based 'at risk' remuneration which reflects both Company and individual performance.

	Fixed	At risk	
	Fixed annual remuneration	Short-term Incentive (STI)	Long-term Incentive (LTI)
Description	Base salary including superannuation	Reward for strong individual and Company performance over ONE year	Reward for strong Company performance over FOUR years
Designed to	Attract and reward talented executives	Motivate superior executive performance during the year and retain talent	Align executive and shareholder interests over the long-term and retain talent
Achieved by	Ensuring competitive and appropriate compared to market benchmarks	Setting challenging key Company and individual performance indicators that align with business objectives	Only vesting into shares to the extent that the Company outperforms the ASX200 Index and its peer group over a four year period

### Remuneration structure



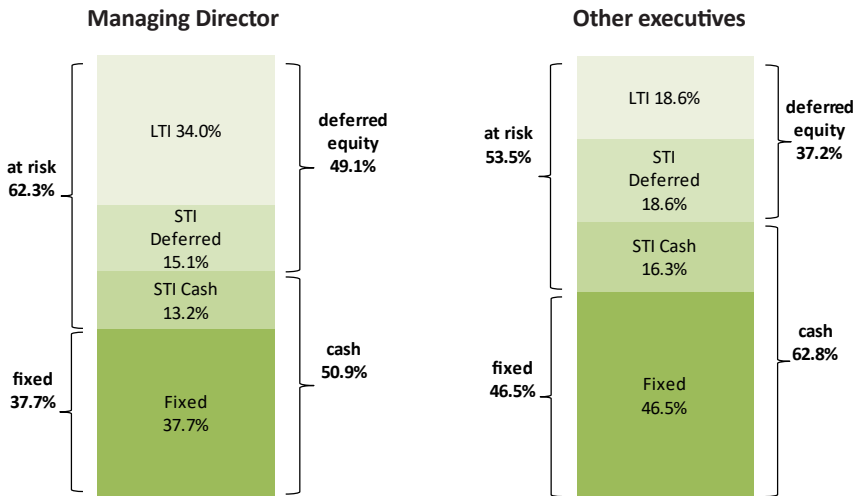
Executive performance rights are awarded based on the 'face' value of Argo shares, rather than the previously used 'fair' value which was discounted for the value of the dividends foregone over the life of the performance rights.

In order to ensure there is no change to the executives' potential equity vesting opportunities, the maximum percentage opportunities for equity-based incentive remuneration has been increased to compensate for the higher face value per performance right.

This change has been reflected in the Remuneration Report for the year ended 30 June 2018 with all executive performance rights issued at face value. There is no change to the quantum of potential equity-based incentive outcomes for executives due to this simplification.

**Total target remuneration mix for year ended 30 June 2018**

The following illustration is modelled on the executives' maximum remuneration opportunity for the year under review. Actual remuneration for executives will differ due to the variable nature of the 'at risk' remuneration components.



**Fixed annual remuneration**

What is fixed annual remuneration (FAR)?	All executives are offered a FAR component that is not performance based and is inclusive of statutory superannuation and any agreed salary sacrifice arrangement
How is FAR assessed?	The Board and Remuneration Committee review the levels of FAR annually, taking into account industry benchmarking, market factors and independent advice

## Performance linked remuneration

The Short-term Incentive (STI) and Long-term Incentive (LTI) are described as 'at risk' because the amount earned (if any) depends on the extent that key performance conditions are met or exceeded.

### Short-term incentive (STI)

What is the STI?	The STI is performance linked remuneration awarded annually to executives and is determined by reference to both the Company's financial performance and an executive's individual performance
What is the performance period?	One year
What is the value of the STI?	The STI ranges from 0-75% of an executive's fixed annual remuneration and is awarded 47% in cash and 53% in deferred STI Performance Rights
What does deferred mean?	The STI Performance Rights vest into Argo shares two years after grant, subject to continued service with the Company
What are the performance indicators?	Performance indicators comprise both key Company financial and individual objectives
What are the Company financial performance indicators?	<ol style="list-style-type: none"> <li>1. TPR Performance: the Total Portfolio Return (TPR)* of the Company, adjusted for franking credits, must exceed the movement in the S&amp;P ASX 200 Accumulation Index over the performance period, also adjusted for franking credits</li> <li>2. EPS Performance: the Company must achieve a superior one year earnings per share (EPS)** performance relative to its approved listed investment company (LIC) peer group</li> </ol> <p>* independently calculated and based on the movement in net tangible asset backing per share before providing for tax on unrealised gains in the portfolio and assuming dividends paid are reinvested</p> <p>** the Company's non-dilutive earnings per share which is measured as the profit for the year of the consolidated entity divided by the weighted average number of shares on issue over the performance period and as calculated by the Board on a comparable basis</p>

What are the individual performance indicators?	<p>Individual performance indicators are uniquely set for each executive, depending on their role and responsibilities</p> <p>Indicators may include strategic direction, analyst stock recommendations, risk management, succession planning, marketing, communication with internal and external stakeholders and management of Argo Global Listed Infrastructure Limited</p>
How does the STI align with shareholder interests?	<p>The STI is designed to challenge, motivate and reward executives to improve the Company's performance by meeting or exceeding business objectives, both financial and non-financial</p> <p>The STI supports the retention of high performing executives as the award comprises deferred STI Performance Rights which vest into shares two years later, subject to continued service</p> <p>The STI provides executives with the opportunity to hold equity in the Company, better aligning their interests with those of shareholders</p>
How is STI achievement assessed?	STI achievement is measured annually by the Board and Remuneration Committee

### Long-term incentive (LTI)

What is the LTI?	<p>The LTI is performance linked remuneration offered annually to executives and is determined by reference to the Company's financial performance over the performance period</p> <p>It is issued in two equal tranches, each subject to different performance hurdles</p>
What is the performance period?	Four years
What is the value of the LTI?	<p>LTI performance rights are granted to the value of 90% of the Managing Director's fixed annual remuneration and 40% of the other executives' fixed annual remuneration</p> <p>The quantity of LTI Performance Rights that actually vest into shares for each executive will depend upon the Company's performance against the performance hurdles of each tranche over the performance period and includes an ongoing service condition</p>

How is the LTI aligned with shareholder interests? The LTI is designed to create a strong link between the long-term performance of the Company relative to the ASX 200 Index and relative to the performance of its listed investment company peer group

LTI grants are based solely on financial performance, closely aligning shareholder value and executive reward

What are the Performance hurdles? Tranche 1- TPR Performance: the Total Portfolio Return (TPR) of the Company, adjusted for franking credits, must exceed the movement in the S&P ASX 200 Accumulation Index over the performance period, adjusted for franking credits

Tranche 2- EPS Performance: the Earnings Per Share (EPS) over the performance period must exceed the average of the EPS performance of those member companies of the Australian Listed Investment Companies Association, excluding the Company, which have Australian equity portfolios

\* independently calculated and based on the movement in net tangible asset backing per share before providing for tax on unrealised gains in the portfolio and assuming dividends paid are reinvested

\*\* the Company's non-dilutive earnings per share which is measured as the profit for the year of the consolidated entity divided by the weighted average number of shares on issue over the performance period and as calculated by the Board on a comparable basis

Why were these performance hurdles chosen? The ASX 200 is the benchmark index that tracks the combined movements of the largest 200 listed companies in Australia. It is the most appropriate measure of the Company's investment performance relative to the broader market

EPS gauges how profitable the Company is per share and is therefore indicative of the Company's ability to pay dividends that will grow over time

How does the LTI vest? The LTI is tested four years after grant, and any Performance Rights that do not vest at the performance measurement date, lapse without value

<i>Level of performance condition achieved</i>	<i>% of Performance Rights to vest into shares</i>
Underperform condition	Nil
Achieve (match) condition	25% vesting
Outperform condition by 0-30%	25-100% straight-line pro-rata vesting
Outperform condition by >30%	100% maximum vesting



The vesting proportions may be reduced in the event of negative absolute returns as follows:

- If the Company's absolute TPR is negative, only 50% of the TPR Performance Rights will vest
- If the Company's absolute EPS growth is negative, none of the EPS performance rights will vest

Upon vesting, shares are purchased on market and allocated to executives

## Other remuneration benefits

### Argo Employee Share Ownership Plan

All employees other than the Directors are offered up to \$1,000 per year in Company shares at market value. The costs of acquiring the shares on market are paid by the Company. Any shares acquired cannot be disposed of or transferred until the earlier of three years from the acquisition date or the date the employee ceases employment.

### Non-monetary benefits

Prior to 2004, interest free loans were issued to KMP to assist the purchase of shares in the Company. Table H on page 35, sets out the remaining balances of those KMP loans and the benefit of the interest not charged to the executives.

## Additional conditions applying to Performance Rights

### Service condition discretion

A service condition applies to the STI and LTI Performance Rights, which means vesting is subject to the individual executives remaining in service. The Board has discretion however to allow the Performance Rights to vest in certain circumstances which could include death, incapacity, redundancy and retirement.

### Clawback of executive remuneration

The Board has the discretion to claw back unvested Performance Rights if, after they have been granted, a material misstatement is discovered in the Company's accounts.

### Prohibition of hedging

The Company's Securities Trading Policy prohibits executives from entering into arrangements which limit the economic risk of unvested Performance Rights.

### Section 3 Relationship between remuneration and Company performance

The Company's remuneration structure includes STI and LTI incentives to align executive remuneration outcomes with the interests of shareholders. The Company's objective of maximising long-term returns to shareholders through a balance of capital and dividend growth is reflected in the STI and LTI performance indicators.

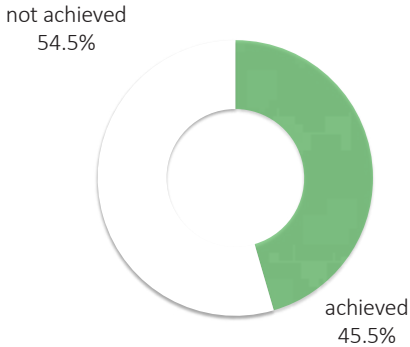
The table and charts below show relevant aspects of the Company's annual results and how they translate into executive remuneration outcomes when measured over the periods applicable to STI and LTI. The Company's relative performance as compared to its Australian listed investment company peers and the ASX 200 share market index is closely linked to remuneration actually received by executives as the STI and LTI performance indicators comprise these relative measures.

**Table A: Linking remuneration outcomes to Company performance**

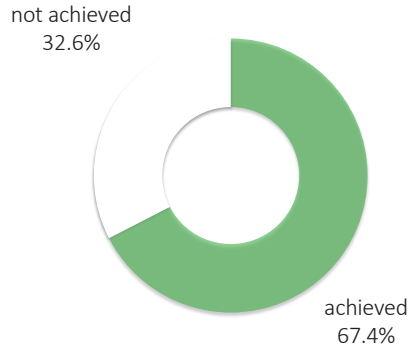
<b>Summary of annual results</b>	<b>2018</b>	<b>2017</b>	<b>2016</b>	<b>2015</b>	<b>2014</b>
Profit (\$m)	218.9	211.5	216.3	228.1	195.9
Earnings per share (cents)	31.3	30.7	32.0	34.3	30.2
Dividends (\$m)	221.4	214.6	206.9	196.4	183.2
Dividends per share (cents, fully franked)	31.5	31.0	30.5	29.5	28.0
Management Expense Ratio (% of average assets)	0.15	0.16	0.17	0.15	0.15
Share price at 30 June (\$)	7.97	7.67	7.37	7.97	7.63
Share price movement (\$)	+0.30	+0.30	-0.60	+0.34	+1.17
<b>ONE year returns</b>					
<b>(relate to STI awards)</b>	<b>2018</b>	<b>2017</b>	<b>2016</b>	<b>2015</b>	<b>2014</b>
Earnings Per Share growth	+2.0%	-4.1%	-6.7%	+13.8%	+8.9%
– relative to peer group	<b>under</b>	<b>over</b>	<b>over</b>	<b>over</b>	<b>over</b>
Investment (NTA) return after all costs and tax <sup>(a)</sup>	+12.1%	+14.9%	+0.7%	+7.8%	+19.0%
– relative to ASX 200 accum. index <sup>(a)</sup>	<b>under</b>	<b>under</b>	<b>under</b>	<b>over</b>	<b>under</b>
Dividends per share growth	+1.6%	+1.6%	+3.4%	+5.4%	+5.7%
Average % of maximum STI achieved	45.5%	63.3%	68.4%	89.4%	70.6%

(a) adjusted for franking credits

**STI outcomes - 2018**



**STI outcomes - 5 year average**



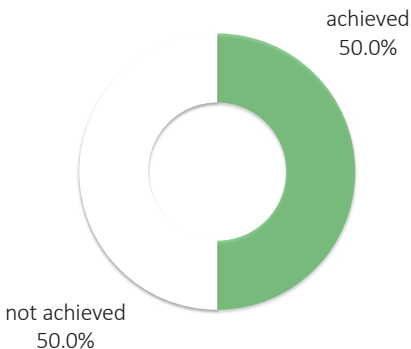
**FOUR year returns \*  
(relate to LTI awards)**

	2017	2016	2015	2014	2013
Earnings Per Share growth (pa) – relative to peer group	+2.6% <b>over</b>	+4.5% <b>over</b>	+5.1% <b>under</b>	+5.7% <b>under</b>	-0.5% <b>under</b>
Investment (NTA) return after all costs and tax (pa) <sup>(a)</sup> – relative to ASX 200 accum. index <sup>(a)</sup>	+10.4% <b>under</b>	+12.9% <b>over</b>	+9.7% <b>over</b>	+10.6% <b>over</b>	+9.8% <b>over</b>
Dividends per share growth (pa)	+3.1%	+3.8%	+3.4%	+1.9%	+3.0%
% of maximum LTI achieved	50.0%	42.0%	11.6%	2.8%	13.4%

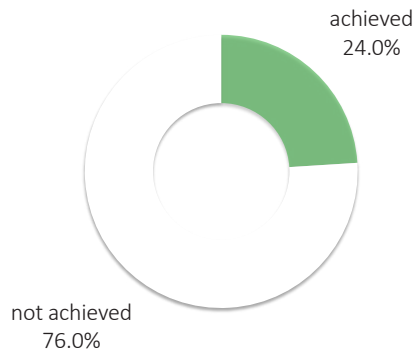
\*2018 LTI outcomes have not yet been tested and will be reported in next year's Annual Report.

(a) adjusted for franking credits

**LTI outcomes - 2017**



**LTI outcomes - 5 year average**



**Table B: Actual executive remuneration outcomes (non-statutory disclosure)**

		Total fixed remuneration <sup>(a)</sup>	Annual STI to 30 June <sup>(b)</sup>	Loan repayment <sup>(c)</sup>	Prior years rights vested <sup>(d)</sup>	Total received
		\$	\$	\$	\$	\$
<b>Managing Director</b>						
J. Beddow	<b>2018</b>	<b>665,000</b>	<b>100,083</b>	<b>8,106</b>	<b>477,183</b>	<b>1,250,372</b>
	2017	650,000	147,875	7,562	488,375	1,293,812
<b>Other Key Management Personnel</b>						
T.C.A. Binks	<b>2018</b>	<b>262,000</b>	<b>40,348</b>	-	<b>106,897</b>	<b>409,245</b>
	2017	255,000	59,798	-	89,098	403,896
A.B. Hill	<b>2018</b>	<b>216,000</b>	<b>34,776</b>	<b>12,986</b>	<b>105,263</b>	<b>369,025</b>
	2017	210,000	51,450	12,100	93,302	366,852
Total	<b>2018</b>	<b>1,143,000</b>	<b>175,207</b>	<b>21,092</b>	<b>689,343</b>	<b>2,028,642</b>
	2017	1,115,000	259,123	19,662	670,775	2,064,560

(a) Base remuneration including superannuation and any salary sacrificing arrangements.

(b) Comprises the cash portion of the STI performance for the 12 months to 30 June and is paid in August each year. The STI deferred component for the year ended 30 June 2018 will be issued on 15 October 2018 as STI performance rights and will vest two years after grant, subject to the executive having continued service with the Company (2017: issued 23 October 2017).

(c) Comprises the amount of dividends received to repay the interest free loan pursuant to the superseded Argo Investments Executive Share Plan.

(d) The value of STI and LTI performance rights exercised during the year is based on the market price of shares of the Company on the date the performance rights were exercised.

This table clarifies payments actually received by the executives for the year under review.

These amounts are different to the statutory remuneration as Accounting Standards require a value to be placed on performance rights at the time of grant which is expensed over the life of the rights, even though the executives may not realise all (or any) actual value from the performance rights if performance and/or service conditions are not met, or are only partly met. Remuneration details prepared in accordance with statutory obligations and Accounting Standards are contained in Section 6 of this Report.

## Section 4 Non-executive Directors' remuneration

Non-executive Directors (NEDs) are awarded fixed fees, allowing for objectivity and independence in their assessment of Company and executive performance. However, the Board has a policy that all NEDs should within three years of their initial appointment, establish and maintain a shareholding in the Company which is at least equivalent in value to one year's directors' fees, to further align their interests with those of other shareholders.

The Board, after taking into account the recommendations of the Remuneration Committee, determines the amount of Board and Committee fees having regard to the level of fees paid to NEDs of companies of comparable size and complexity. The fees are within the aggregate annual limit approved by shareholders at the Annual General Meeting held in October 2015 (\$1,100,000).

For the year ended 30 June 2018, the fee for the Chairman was \$208,200 inclusive of Committee and subsidiary company appointments and the base fee for each of the other NEDs was \$97,500 with additional fees of \$3,300 for Committee membership and subsidiary company board appointments, and \$6,500 for Committee Chairs. Statutory superannuation payments are contributed on behalf of NEDs. Further details of the Non-executive Directors' remuneration are provided in Section 6, Table C on page 30 of this report.

Following a review of NED remuneration, a 2% increase is being applied for the year ending 30 June 2019.

A performance evaluation process for NEDs is undertaken each year and is described in the Corporate Governance Statement, which is available on the Company's website.

## Section 5 Remuneration governance

### Remuneration Committee

The Remuneration Committee provides support and advice to the Board on setting appropriate remuneration levels, determining the remuneration structure and assessing performance.

### External advice

The Remuneration Committee periodically engages independent external advisers to review and assist with aspects of the remuneration structure.

In 2015, the Financial Institutions Remuneration Group (FIRG) was engaged by the Remuneration Committee to assist it with a comprehensive review of executive remuneration compensation. No changes were recommended to the Board as a result of this review.

The Company's membership of FIRG provides it with access to up to date industry remuneration data on an ongoing basis.

### Executive service agreements

Key features of the service agreements for the executives include:

- Employment continues until terminated by either the executive or Argo
- Notice periods are six months for the Managing Director and three months for other executives
- A lump sum in lieu of notice may be paid
- If an executive commits a breach such as serious misconduct, wilful neglect or criminal offence, their services may be terminated immediately, without notice
- If the Company commits any serious or persistent breach, an executive may terminate immediately
- Unless stated otherwise above, no termination payments are provided for under the service agreements
- Compliance with policies of the Company including the Code of Conduct

## Section 6 Remuneration disclosure tables

### Table C: Non-executive Directors' remuneration

		Short-term		Post-employment	Total
		Directors' fees	Committee fees	Superannuation <sup>(a)</sup>	
		\$	\$	\$	\$
<b>Non-executive Directors</b>					
R.A. Higgins AO	<b>2018</b>	<b>97,500</b>	<b>6,500</b>	<b>9,880</b>	<b>113,880</b>
	2017	95,600	6,400	9,690	111,690
A.B. Brennan	<b>2018</b>	<b>97,500</b>	<b>9,800</b>	<b>10,194</b>	<b>117,494</b>
	2017	95,600	9,600	9,994	115,194
C.E. Cuffe AO	<b>2018</b>	<b>97,500</b>	<b>3,300</b>	<b>9,576</b>	<b>110,376</b>
	2017	81,314	2,207	7,935	91,456
R.A. Davis	<b>2018</b>	<b>97,500</b>	<b>3,300</b>	<b>9,576</b>	<b>110,376</b>
	2017	95,600	3,200	9,386	108,186
G.I. Martin AM	<b>2018</b>	<b>208,200</b>	-	<b>19,779</b>	<b>227,979</b>
	2017	204,100	-	19,389	223,489
J.C. Morton	<b>2018</b>	<b>97,500</b>	<b>3,300</b>	<b>9,576</b>	<b>110,376</b>
	2017	95,600	3,200	9,386	108,186
R.J. Patterson *	<b>2018</b>	-	-	-	-
	2017	30,767	1,030	3,021	34,818
Total	<b>2018</b>	<b>695,700</b>	<b>26,200</b>	<b>68,581</b>	<b>790,481</b>
	2017	698,581	25,637	68,801	793,019

\* Retired 26 October 2016.

(a) Superannuation contributions made on behalf of Non-executive Directors to satisfy the Company's obligations under the Superannuation Guarantee Charge legislation.

**Table D: Executive remuneration (statutory disclosures)**

		Short-term			Post-employment	Share based <sup>(f)</sup>		Total
		Salaries <sup>(a)</sup>	STI <sup>(b)</sup>	Non-monetary benefits <sup>(e)</sup>	Super-annuation	STI <sup>(g)</sup>	LTI <sup>(h)</sup>	
		\$	\$	\$	\$	\$	\$	\$
<b>Managing Director</b>								
J. Beddow	<b>2018</b>	<b>680,024</b>	<b>100,083<sup>(c)</sup></b>	<b>651</b>	-(c)	<b>153,499</b>	<b>208,205</b>	<b>1,142,462</b>
	2017	660,602	147,875 <sup>(c)</sup>	777	-(c)	161,859	214,659	1,185,772
<b>Other Key Management Personnel</b>								
T.C.A. Binks	<b>2018</b>	<b>262,693</b>	<b>40,348<sup>(d)</sup></b>	-	<b>20,049</b>	<b>60,738</b>	<b>32,546</b>	<b>416,374</b>
	2017	245,762	59,798 <sup>(d)</sup>	-	19,616	61,892	29,537	416,605
A.B. Hill	<b>2018</b>	<b>194,324</b>	<b>34,776<sup>(d)</sup></b>	<b>665</b>	<b>25,000</b>	<b>51,838</b>	<b>30,683</b>	<b>337,286</b>
	2017	178,481	51,450 <sup>(d)</sup>	867	35,000	54,124	27,241	347,163
<b>Total</b>	<b>2018</b>	<b>1,137,041</b>	<b>175,207</b>	<b>1,316</b>	<b>45,049</b>	<b>266,075</b>	<b>271,434</b>	<b>1,896,122</b>
	2017	1,084,845	259,123	1,644	54,616	277,875	271,437	1,949,540

(a) Salaries include the movement in the provision for annual leave and long service leave and any salary sacrifice arrangements.

(b) STI cash payments are paid in August each year.

(c) The STI of \$100,083 was paid \$75,083 in cash and \$25,000 as a superannuation contribution (2017: \$147,875 of which \$122,875 was paid in cash and \$25,000 as a superannuation contribution).

(d) The STI was paid in cash.

(e) Comprises the benefit of interest free loans pursuant to the superseded Argo Investments Executive Share Plan.

(f) The Accounting Standards require that the expense relating to the share based incentive instruments be reflected over the performance period, regardless of whether the executive ever receives any actual value from them. If the performance rights lapse, the expense is reversed and the amount previously disclosed for individual executives is also reversed.

(g) Argo Investments Limited Executive STI Performance Rights:

The values of the STI performance rights are calculated and allocated to each reporting period from the commencement of the performance period to the vesting date. The value of STI performance rights for the current reporting period, which are yet to be issued to executives, has been estimated.



## (h) Argo Investments Limited Executive LTI Performance Rights:

The fair value of the LTI performance rights granted was calculated by estimating the value of dividends an award recipient would not receive during the performance measurement period and subtracting this amount from the value of the grant date share price, and applying the Monte Carlo simulation.

Argo Employee Share Ownership Plan:

Employees received \$1,000 of Company shares at market value pursuant to the Argo Employee Share Ownership Plan.

- (i) The Directors' and Officers' liability insurance contract does not specify premiums in respect of individual Directors and Officers and the policy also prohibits disclosure of the premium paid.

**Table E: Executive performance percentages**

		<b>Actual STI as % of STI opportunity</b>	<b>% of STI opportunity not achieved</b>	<b>Share based remuneration as proportion of remuneration<sup>(1)</sup></b>	<b>Total performance related remuneration</b>
J. Beddow	<b>2018</b>	<b>43.0%</b>	<b>57.0%</b>	<b>31.7%</b>	<b>40.4%</b>
	2017	65.0%	35.0%	31.8%	44.2%
T.C.A. Binks	<b>2018</b>	<b>44.0%</b>	<b>56.0%</b>	<b>22.4%</b>	<b>32.1%</b>
	2017	67.0%	33.0%	21.9%	36.3%
A.B. Hill	<b>2018</b>	<b>46.0%</b>	<b>54.0%</b>	<b>24.5%</b>	<b>34.8%</b>
	2017	70.0%	30.0%	23.4%	38.3%

- (1) These percentages are based on the Accounting Standard disclosures and reflect the net effect of the various outcomes described in (g) and (h) above.

**Table F: Executive Performance Rights<sup>(1)</sup> - granted**

		Number	Grant date	Fair value per right at grant date	Earliest vesting date	Expiry date	Number yet to vest	Accounting value yet to vest	
								Min. <sup>(2)</sup>	Max. <sup>(3)</sup>
								\$	\$
J. Beddow	STI	23,106	26/10/16	\$6.46	26/10/18	9/11/18	23,106	-	14,631
		20,827	16/10/17	\$7.09	16/10/19	30/10/19	20,827	-	58,059
		-	-	-	-	-	-	-	113,770 <sup>(4)</sup>
	LTI	64,700	20/11/14	\$6.33	20/11/18	4/12/18	64,700	-	11,952
		64,950	26/10/15	\$6.41	26/10/19	9/11/19	64,950	-	37,339
		75,960	26/10/16	\$5.76	26/10/20	9/11/20	75,960	-	71,470
		74,720	16/10/17	\$6.35	16/10/21	30/10/21	74,720	-	98,180
							324,263	-	405,401
T.C.A. Binks	STI	9,235	26/10/16	\$6.46	26/10/18	9/11/18	9,235	-	5,848
		8,422	16/10/17	\$7.09	16/10/19	30/10/19	8,422	-	23,478
		-	-	-	-	-	-	-	44,830 <sup>(4)</sup>
	LTI	9,400	20/11/14	\$6.33	20/11/18	4/12/18	9,400	-	1,699
		11,050	26/10/15	\$6.41	26/10/19	9/11/19	11,050	-	6,213
		12,770	26/10/16	\$5.76	26/10/20	9/11/20	12,770	-	11,756
		13,080	16/10/17	\$6.35	16/10/21	30/10/21	13,080	-	16,813
							63,957	-	110,637
A.B. Hill	STI	7,427	26/10/16	\$6.46	26/10/18	9/11/18	7,427	-	4,703
		7,246	16/10/17	\$7.09	16/10/19	30/10/19	7,246	-	20,199
		-	-	-	-	-	-	-	36,960 <sup>(4)</sup>
	LTI	9,400	20/11/14	\$6.33	20/11/18	4/12/18	9,400	-	1,793
		8,950	26/10/15	\$6.41	26/10/19	9/11/19	8,950	-	5,311
		10,520	26/10/16	\$5.76	26/10/20	9/11/20	10,520	-	10,222
		10,790	16/10/17	\$6.35	16/10/21	30/10/21	10,790	-	14,643
							54,333	-	93,831
<b>Total</b>		<b>442,553</b>					<b>442,553</b>	<b>-</b>	<b>609,869</b>

**Table G: Executive Performance Rights<sup>(1)</sup> - vested, exercised and lapsed**

		Grant date	Number of rights vested during the year	Number of shares purchased on exercise	Value at exercise date <sup>(5)</sup> \$	Number of rights lapsed during the year <sup>(6)</sup>	Value at lapse date <sup>(7)</sup> \$
J. Beddow	STI	26/10/15	25,802	25,802	204,352	-	-
	LTI	22/11/13	33,850	33,850	272,831	33,850	191,930
			59,652	59,652	477,183	33,850	191,930
T.C.A. Binks	STI	26/10/15	8,714	8,714	69,015	-	-
	LTI	22/11/13	4,700	4,700	37,882	4,700	26,649
			13,414	13,414	106,897	4,700	26,649
A.B. Hill	STI	26/10/15	8,355	8,355	66,172	-	-
	LTI	22/11/13	4,850	4,850	39,091	4,850	27,499
			13,205	13,205	105,263	4,850	27,499
<b>Total</b>			<b>86,271</b>	<b>86,271</b>	<b>689,343</b>	<b>43,400</b>	<b>246,078</b>

(1) The STI and LTI performance rights granted do not have an exercise price and no amount is payable by the recipient.

(2) The minimum value of STI and LTI performance rights yet to vest is \$nil as the performance and service conditions may not be met and consequently the STI and LTI performance rights may not vest.

(3) The maximum value yet to vest of STI performance rights has been determined as the amount of the fair value of the STI performance rights from the commencement of the performance period to the vesting date that is yet to be expensed.

The maximum value of LTI performance rights yet to vest has been determined as the amount of the grant date fair value of the LTI performance rights that is yet to be expensed.

Ultimately, the value received from STI and LTI performance rights will be determined by the quantity of rights that vest and the market value.

(4) The maximum value yet to vest of STI performance rights which are expected to be granted on 15 October 2018 has been determined as the estimated fair value of the STI performance rights yet to be expensed.

(5) The value of STI and LTI performance rights exercised during the year is calculated as the market price of shares of the Company on the date the performance rights were exercised.

(6) The 2013 LTI performance rights lapsed on 22 November 2017 because the performance condition was not fully satisfied.

(7) The value of LTI performance rights that lapsed during the year represents the benefit forgone, and is calculated at the date the rights lapsed assuming the performance condition had been satisfied. Rights granted 22 November 2013 have a fair value of \$5.67.

**Table H: Executive loans**

	Opening balance \$	Closing balance \$	Interest not charged \$	Highest balance in period \$
J. Beddow	47,560	39,454	651	47,560
A.B. Hill	51,473	38,487	665	51,473
<b>Total</b>	<b>99,033</b>	<b>77,941</b>	<b>1,316</b>	<b>99,033</b>

Prior to 2004, interest free loans were issued to key management personnel to assist the purchase of shares pursuant to the Argo Investments Executive Share Plan. The dividends paid on the shares, less an amount equal to the estimated tax payable by the executives on the dividends, are utilised to repay the loan. The shares cannot be dealt with by the executive until the loan has been repaid in full.

**Table I: Key Management Personnel equity holdings**

The number of ordinary shares and performance rights in the Company held or controlled by key management personnel or their related parties during the financial year:

(a) **Shareholdings**

	Opening balance	Changes during the year	Closing balance
R.A. Higgins AO	99,668	9,794	109,462
J. Beddow	181,903	55,803	237,706
A.B. Brennan	13,544	1,910	15,454
C.E. Cuffe AO	6,500	6,993	13,493
R.A. Davis	23,424	8,198	31,622
G.I. Martin AM	279,959	15,240	295,199
J.C. Morton	22,008	2,807	24,815
T.C.A. Binks	3,546	13,688	17,234
A.B. Hill	83,669	13,511	97,180

**(b) STI performance rights holdings**

	<b>Opening balance</b>	<b>Granted as remuneration</b>	<b>Vested and exercised</b>	<b>Lapsed</b>	<b>Closing balance</b>
J. Beddow	48,908	20,827	(25,802)	-	43,933
T.C.A. Binks	17,949	8,422	(8,714)	-	17,657
A.B. Hill	15,782	7,246	(8,355)	-	14,673

**(c) LTI performance rights holdings**

	<b>Opening balance</b>	<b>Granted as remuneration</b>	<b>Vested and exercised</b>	<b>Lapsed</b>	<b>Closing balance</b>
J. Beddow	273,310	74,720	(33,850)	(33,850)	280,330
T.C.A. Binks	42,620	13,080	(4,700)	(4,700)	46,300
A.B. Hill	38,570	10,790	(4,850)	(4,850)	39,660

## **CORPORATE GOVERNANCE STATEMENT**

The Corporate Governance Statement for the year ended 30 June 2018 can be accessed on the Company's website at [www.argoinvestments.com.au/shareholder-centre/corporate-governance](http://www.argoinvestments.com.au/shareholder-centre/corporate-governance).

Relevant governance charters, policies and codes are also available in this section of the website.

This report is made in accordance with a resolution of the Board of Directors.

On behalf of the Board



R.A. Higgins AO  
Chairman  
13 August 2018

### **Auditor's Independence Declaration**

As lead auditor for the audit of Argo Investments Limited for the year ended 30 June 2018, I declare that to the best of my knowledge and belief, there have been:

- (a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- (b) no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Argo Investments Limited and the entities it controlled during the year.



M T Lojszczyk  
Partner  
PricewaterhouseCoopers

Adelaide  
13 August 2018

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# Consolidated Statement of Profit or Loss

for the year ended 30 June 2018

	Note	2018 \$'000	2017 \$'000
Dividends and distributions	2	229,899	223,039
Interest		5,373	3,956
Other revenue		2,408	2,840
Total revenue		237,680	229,835
Net gains on trading investments		1,955	4,415
Income from operating activities		239,635	234,250
Administration expenses	3	(8,292)	(8,168)
Finance costs		-	(38)
Profit before income tax expense		231,343	226,044
Income tax expense thereon	4	(12,425)	(14,558)
Profit for the year		218,918	211,486
		cents	cents
Basic and diluted earnings per share	5	31.3	30.7

# Consolidated Statement of Comprehensive Income

for the year ended 30 June 2018

	2018 \$'000	2017 \$'000
Profit for the year	218,918	211,486
Other comprehensive income:		
<i>Items that will not be reclassified to profit or loss</i>		
Revaluation of long-term investments	339,850	435,198
Provision for deferred tax expense on revaluation of long-term investments	(103,372)	(131,329)
Other comprehensive income for the year	236,478	303,869
Total comprehensive income for the year	455,396	515,355

(To be read in conjunction with the accompanying notes)



# Consolidated Statement of Financial Position

as at 30 June 2018

	Note	2018 \$'000	2017 \$'000
<b>Current Assets</b>			
Cash and cash equivalents	6	108,519	209,483
Receivables	7	123,181	52,521
Investments	8	10,729	9,129
Other financial cash assets	9	120,000	40,000
<b>Total Current Assets</b>		362,429	311,133
<b>Non-Current Assets</b>			
Receivables	7	78	99
Investments	8	5,486,170	5,087,851
Plant and equipment	10	261	275
<b>Total Non-Current Assets</b>		5,486,509	5,088,225
<b>Total Assets</b>		5,848,938	5,399,358
<b>Current Liabilities</b>			
Payables	11	11,299	4,068
Derivative financial instruments	12	7,593	2,987
Current tax liabilities		17,521	27,849
Provisions	13	569	540
<b>Total Current Liabilities</b>		36,982	35,444
<b>Non-Current Liabilities</b>			
Deferred tax liabilities	14	734,653	647,287
Provisions	13	155	113
<b>Total Non-Current Liabilities</b>		734,808	647,400
<b>Total Liabilities</b>		771,790	682,844
<b>Net Assets</b>		5,077,148	4,716,514
<b>Shareholders' Equity</b>			
Contributed equity	15	2,795,816	2,671,527
Reserves	16	1,871,129	1,669,531
Retained profits	17	410,203	375,456
<b>Total Shareholders' Equity</b>		5,077,148	4,716,514

(To be read in conjunction with the accompanying notes)

# Consolidated Statement of Changes in Equity

for the year ended 30 June 2018

	<b>Contributed Equity</b> \$'000 (Note 15)	<b>Reserves</b> \$'000 (Note 16)	<b>Retained Profits</b> \$'000 (Note 17)	<b>Total</b> \$'000
Balance as at 1 July 2017	2,671,527	1,669,531	375,456	4,716,514
Profit for the year	-	-	218,918	218,918
Other comprehensive income	-	236,478	-	236,478
Total comprehensive income for the year	-	236,478	218,918	455,396
Transactions with shareholders:				
Dividend Reinvestment Plan	40,563	-	-	40,563
Share Purchase Plan	84,122	-	-	84,122
Cost of share issues net of tax	(396)	-	-	(396)
Executive performance rights reserve	-	(209)	-	(209)
Dividends paid	-	(34,671)	(184,171)	(218,842)
Total transactions with shareholders	124,289	(34,880)	(184,171)	(94,762)
Balance as at 30 June 2018	2,795,816	1,871,129	410,203	5,077,148

for the year ended 30 June 2017

Balance as at 1 July 2016	2,572,213	1,366,037	372,955	4,311,205
Profit for the year	-	-	211,486	211,486
Other comprehensive income	-	303,869	-	303,869
Total comprehensive income for the year	-	303,869	211,486	515,355
Transactions with shareholders:				
Dividend Reinvestment Plan	39,134	-	-	39,134
Share Purchase Plan	60,458	-	-	60,458
Cost of share issues net of tax	(278)	-	-	(278)
Executive performance rights reserve	-	(375)	-	(375)
Dividends paid	-	-	(208,985)	(208,985)
Total transactions with shareholders	99,314	(375)	(208,985)	(110,046)
Balance as at 30 June 2017	2,671,527	1,669,531	375,456	4,716,514

(To be read in conjunction with the accompanying notes)

# Consolidated Statement of Cash Flows

for the year ended 30 June 2018

	Note	2018 \$'000	2017 \$'000
<b>Cash flows from operating activities</b>			
Dividends and distributions received		214,985	218,617
Interest received		5,315	3,519
Other receipts		2,408	2,820
Proceeds from trading investments		26,043	14,478
Payments for trading investments		(21,081)	(18,694)
Other payments		(8,630)	(8,341)
Income tax paid		(38,582)	(1,372)
<b>Net operating cash inflows</b>	27	180,458	211,027
<b>Cash flows from investing activities</b>			
Proceeds from sale of long-term investments		123,576	206,957
Payments for long-term investments		(230,250)	(151,864)
Proceeds from other financial cash assets		90,000	45,000
Payments for other financial cash assets		(170,000)	(85,000)
Executive share scheme repayments		21	20
Payments for fixed assets		(47)	(9)
<b>Net investing cash (outflows)/inflows</b>		(186,700)	15,104
<b>Cash flows from financing activities</b>			
Proceeds from Share Purchase Plan		84,122	60,458
Cost of share issues		(566)	(399)
Dividends paid – net of Dividend Reinvestment Plan		(178,278)	(169,851)
<b>Net financing cash outflows</b>		(94,722)	(109,792)
Net (decrease)/increase in cash held		(100,964)	116,339
Cash at the beginning of the year		209,483	93,144
<b>Cash at the end of the year</b>	6	108,519	209,483

*(To be read in conjunction with the accompanying notes)*

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# Notes to the Financial Statements

for the year ended 30 June 2018

## 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

These financial statements are the financial statements of the consolidated entity, consisting of Argo Investments Limited and its controlled entities (Argo or Company) which are presented in Australian currency. The Company is incorporated and domiciled in Australia. Argo is a company limited by shares.

The financial statements were authorised for issue by the Directors on 13 August 2018. The Directors have the power to amend and reissue the financial statements.

The significant accounting policies which have been adopted in the preparation of these financial statements are set out below. The policies have been consistently applied, unless otherwise stated.

### (a) Basis of Preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards, interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001*. Compliance with Australian Accounting Standards ensures that the financial statements and notes comply with International Financial Reporting Standards. The Company is a 'for profit' entity for the purpose of preparing the financial statements.

These financial statements have been prepared using the conventional historical cost basis except for the fair value accounting of investments detailed in Note 1(d)(ii) and exchange traded options in Note 1(e).

The accounting policies adopted are consistent with those of the previous financial year.

### (b) Principles of Consolidation

The Company meets the definition of an investment entity (see Note 1(c)).

The Company's wholly owned subsidiary, Argo Service Company Pty Ltd (ASCO), provides services to the Company. The consolidated financial statements incorporate the assets and liabilities of ASCO as at 30 June 2018 and its results for the year then ended. Intercompany transactions and balances between the Company and ASCO are eliminated on consolidation.

The Company has determined that for any entities that it controls or has significant influence over, that do not provide services to the Company, consolidated financial statements are not required provided the Company measures its investments in these entities at fair value in its financial statements.

### (c) Investment Entity

The Company has determined that it is an investment entity under the definition in AASB 10 *Consolidated Financial Statements* as it meets the following criteria:

- (i) The Company has obtained funds from shareholders for the purpose of providing them with investment management services;

- (ii) The Company's business purpose, which it communicated directly to shareholders, is investing solely for returns from capital appreciation and investment income; and
- (iii) The performance of investments made by the Company are measured and evaluated on a fair value basis.

The Company also meets all of the typical characteristics of an investment entity.

(d) **Investments**

(i) **Classification**

Purchases and sales of investments are recognised on trade-date, being the date the Company commits to purchase or sell the asset.

**Current Assets**

Investments classified as Current Assets comprise holdings of trading securities and are categorised as financial assets measured at fair value through the Consolidated Statement of Profit or Loss. Investments are initially recognised at fair value and transaction costs are expensed. An investment is classified in this category if acquired principally for the purpose of selling in the short term.

**Non-Current Assets**

Investments classified as Non-Current Assets comprise holdings of long-term securities and are revalued at fair value through other comprehensive income. Investments are initially recognised at cost.

(ii) **Valuation**

Trading securities and long-term securities are continuously carried at fair value using price quotations in an active stock market.

Securities which are not listed on a securities exchange are valued using appropriate valuation techniques as reasonably determined by the Directors.

(iii) **Gains and Losses**

Investments are considered to have been sold when contractual rights to the investment expire or contractual rights to receive cash flows have been transferred and substantially all the risk and rewards of ownership have not been retained.

**Current Assets**

Realised gains and losses from the sale of trading securities are included in the Consolidated Statement of Profit or Loss in the period in which they arise.

Unrealised gains and losses arising from changes in the fair value of the trading securities are included in the Consolidated Statement of Profit or Loss in the period in which they arise.

### Non-Current Assets

Realised gains and losses on the sale of long-term investments, net of tax, are transferred from the investment revaluation reserve and recorded in the capital profits reserve.

Unrealised gains and losses arising from changes in the fair value of long-term securities are recognised in other comprehensive income and reflected in the investment revaluation reserve.

#### (e) **Derivative Financial Instruments**

The Company sells Australian Securities Exchange traded options to earn income. Where the Company sells a call option, it is obligated to deliver securities at an agreed price if the holder exercises the option. Where the Company sells a put option, it is obligated to purchase securities at an agreed price if the holder exercises the option.

The premium received for selling options is not initially brought to account as revenue but is recognised in the Consolidated Statement of Financial Position as a liability. When the option expires, is exercised or is repurchased, the premium received is brought to account and is included in net gains on trading investments in the Consolidated Statement of Profit or Loss.

Any open option positions at balance date are carried at their fair value and unrealised gains and losses are included in the Consolidated Statement of Profit or Loss.

#### (f) **Revenue**

Revenue is recognised when the right to receive payment is established.

#### (g) **Plant and Equipment**

Items of plant and equipment are depreciated over their estimated useful lives to the Company using the straight line method of depreciation at rates ranging from 7.5% to 33.3%.

#### (h) **Income Tax**

The income tax expense is the tax payable on the current year's taxable income based on the company tax rate, adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates which are enacted or substantively enacted. The relevant tax rates are applied to the cumulative amounts of deductible and taxable temporary differences to measure the deferred tax asset or liability. An exception is made for certain temporary differences arising from the initial recognition of an asset or a liability. No deferred tax asset or liability is recognised in relation to these temporary differences if they arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting profit or taxable profit or loss.

Deferred tax balances attributable to revaluation amounts recognised in other comprehensive income are also recognised in the investment revaluation reserve. The revaluation of long-term investments is net of tax on unrealised capital gains by recognising a deferred tax liability. Where the Company disposes of long-term securities in the investment portfolio, tax is calculated on the net gains made according to the particular parcels allocated to the sale for tax purposes. The tax recognised in the investment revaluation reserve is then transferred to the capital profits reserve. The associated deferred tax liability is similarly adjusted and transferred to tax payable.

Argo Investments Limited (the parent) and its wholly owned subsidiary have formed an income tax consolidated group. Each entity in the group recognises its own current and deferred tax amounts. The current tax liability of both entities is subsequently assumed by the parent entity.

The entities have also entered into a tax funding agreement whereby the subsidiary compensates the parent entity for any current tax payable or receivable and deferred tax assets relating to unused tax losses or unused tax credits.

**(i) Employee Entitlements**

Provision is made for benefits accruing to employees in respect of wages, salaries, annual leave and long service leave (based on wage rates expected at the time of settling the liability) when it is probable that settlement will be required and they are capable of being reliably measured.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting date, regardless of when the actual settlement is expected to occur.

**(j) Argo Investments Limited Executive Performance Rights Plan**

The share based short-term incentive (STI) performance rights are measured at fair value. The amount of these rights is expensed on a straight line basis over the period between the performance commencement date and the expected date that the rights will vest.

The share based long-term incentive (LTI) performance rights are measured at fair value, and recorded as an expense on a straight line basis over the period between grant date and the expected date that the rights will vest.



**(k) Argo Investments Executive Share Plan Loans**

The interest free loans were issued to executives pursuant to the superseded Argo Investments Executive Share Plan and are recognised initially at fair value and subsequently measured at amortised cost.

**(l) Receivables**

Receivables include dividends, distributions and securities sold where settlement has not occurred at the end of the reporting period. Amounts are generally received within 30 days of recognition.

**(m) Payables**

Payables include liabilities for goods and services provided to the Company and for securities purchased where settlement has not occurred at the end of the reporting period. Amounts are usually paid within 30 days of recognition.

**(n) Operating Leases**

Payments made under operating leases are accounted for on a straight line basis over the period of the lease.

**(o) Cash and Cash Equivalents**

For the purposes of the Consolidated Statement of Cash Flows, cash and cash equivalents include bank deposits held at call, other short-term bank fixed term deposits with maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts.

**(p) Other Financial Cash Assets**

Other financial cash assets are bank fixed term deposits with maturities from three to six months from date of acquisition.

**(q) Earnings per Share**

Basic earnings per share is calculated by dividing the profit for the year by the weighted average number of ordinary shares outstanding during the period.

If applicable, diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

**(r) Goods and Services Tax (GST)**

Revenue, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the Australian Taxation Office (ATO).

Accounts payable are inclusive of GST. The net amount of GST recoverable from the ATO is included in receivables in the Consolidated Statement of Financial Position. Cash flows relating to GST are included in the Consolidated Statement of Cash Flows on a gross basis.

(s) **Contributed Equity**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity, net of tax.

(t) **Provision for Dividend**

A provision for dividend is only made for the amount of any dividend declared by the Directors on or before the end of the financial year but not distributed at balance date.

(u) **Rounding of Amounts**

Australian Securities and Investments Commission Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 applies to the Company and accordingly amounts have been rounded to the nearest one thousand dollars in accordance with that Instrument, unless otherwise stated.

(v) **New Accounting Standards**

The Company early adopted accounting standard AASB 9 *Financial Instruments* in December 2009 with the standard to be applied to annual reporting periods for Argo effective 1 July 2018.

Accounting Standards that have been issued but are not yet mandatory for adoption:

AASB15 *Revenue from Contracts with Customers* applies to Argo for the reporting period beginning on 1 July 2018 and is not expected to have a material impact on the Company's financial statements when operative.

AASB16 *Leases* applies to Argo for the reporting period beginning on 1 July 2019. This standard specifies how to recognise, measure and disclose leases in the financial statements. The Standard will require lessees to recognise right-of-use assets and lease liabilities for most leases. The operating leases of the Company are disclosed in Commitments Note 23. The application of the lease standard has been assessed and is not expected to have a material impact on the Company's financial statements when operative.

The Company adopts Accounting Standards and interpretations at the date at which their application becomes mandatory.

There are no other standards or interpretation that are not yet effective and that are expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

(w) **Critical Accounting Estimates and Judgements**

There are no key assumptions or sources of estimation uncertainty that have a risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period.

**2. DIVIDENDS AND DISTRIBUTIONS**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Received/receivable from:		
Long-term investments held at the end of the year	222,979	212,024
Long-term investments sold during the year	6,920	11,015
	<b>229,899</b>	<b>223,039</b>

**3. ADMINISTRATION EXPENSES**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Employment benefits	5,484	5,376
Depreciation	61	60
Other	2,747	2,732
	<b>8,292</b>	<b>8,168</b>

**4. INCOME TAX EXPENSE**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
(a) Reconciliation of income tax expense to prima facie tax payable:		
Profit before income tax expense	231,343	226,044
Prima facie tax expense calculated at 30% (2017: 30%)	69,403	67,813
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Tax offset for franked dividends	(54,408)	(52,123)
Other	(2,199)	(1,226)
(Over)/under provision in previous year	(371)	94
Income tax expense	<b>12,425</b>	<b>14,558</b>
(b) Income tax expense composition:		
Charge for tax payable relating to current year	13,669	14,202
(Decrease)/increase in deferred tax liabilities	(873)	262
(Over)/under provision in previous year	(371)	94
	<b>12,425</b>	<b>14,558</b>
(c) Amounts recognised directly in other comprehensive income:		
Increase in deferred tax liabilities	<b>103,372</b>	<b>131,329</b>

**5. EARNINGS PER SHARE**

	<b>2018</b> number '000	<b>2017</b> number '000
Weighted average number of ordinary shares on issue used in the calculation of earnings per share	698,658	688,734
	\$'000	\$'000
Profit for the year	218,918	211,486
	cents	cents
Basic and diluted earnings per share	<b>31.3</b>	<b>30.7</b>

**6. CASH AND CASH EQUIVALENTS**

Cash and cash equivalents includes cash on deposit with banks (floating interest rates between 1.50% and 1.75% at 30 June 2018; 2017: between 1.00% and 1.5%) and fixed term deposits with banks (fixed interest rates to maturity between 2.48% and 2.70% at 30 June 2018; 2017: 2.30% and 2.46%), maturing within three months from date of deposit.

	<b>2018</b> \$'000	<b>2017</b> \$'000
Bank deposits	<b>108,519</b>	<b>209,483</b>

**7. RECEIVABLES**

	<b>2018</b> \$'000	<b>2017</b> \$'000
<b>Current</b>		
Dividends and distributions receivable	42,749	40,244
Interest receivable	714	656
Outstanding settlements	79,070	11,231
Other	648	390
	<b>123,181</b>	<b>52,521</b>

Receivables are non-interest bearing and unsecured. Outstanding settlements include amounts due from brokers for settlement of security sales and are settled within two business days of the transaction date. None of the receivables are past due or impaired.

	<b>2018</b> \$'000	<b>2017</b> \$'000
<b>Non-Current</b>		
Executive share plan loans	<b>78</b>	<b>99</b>

The Executive share plan loans are repaid in accordance with the terms of the superseded Argo Investments Executive Share Plan.

**8. INVESTMENTS**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
<b>Current</b>		
Listed securities at fair value <sup>(1)</sup>	<b>10,729</b>	<b>9,129</b>
<b>Non-Current</b>		
Listed securities at fair value <sup>(1)</sup>	5,484,776	5,082,377
Unlisted securities at fair value <sup>(2)</sup>	1,394	5,474
	<b>5,486,170</b>	<b>5,087,851</b>

The fair value of investments is based on the fair value measurement hierarchy disclosed in Note 29.

- (1) The fair value of listed securities is established from the quoted prices (unadjusted) in the active market of the ASX for identical assets in accordance with Level 1 of the fair value measurement hierarchy.
- (2) The fair value of unlisted securities is not based on observable market data in accordance with Level 3 of the fair value measurement hierarchy. The Directors have made valuation judgements to determine the fair value of these securities based on cost and the net tangible asset values provided by the responsible entities of the securities.

Reconciliation of changes in unlisted securities valued in accordance with Level 3 of the fair value measurement hierarchy:

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Carrying amount at beginning of year	5,474	4,710
Additions	-	644
Disposal	(4,926)	-
Fair value gains recognised in other comprehensive income	846	120
Carrying amount at end of year	<b>1,394</b>	<b>5,474</b>

The fair value of each non-current security (long-term investment) is disclosed in Note 30. There were 720 investment transactions during the financial year. The total brokerage paid on these transactions was \$1.7 million.

**9. OTHER FINANCIAL CASH ASSETS**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Bank term deposits	<b>120,000</b>	<b>40,000</b>

Other financial cash assets are fixed term deposits with banks (fixed interest rates to maturity between 2.49% and 2.70% at 30 June 2018; 2017: between 2.35% and 2.40%) maturing from three to six months from date of deposit.

**10. PLANT AND EQUIPMENT**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Plant and equipment at cost	1,114	1,067
Accumulated depreciation	(853)	(792)
	<b>261</b>	<b>275</b>
<b>Movements</b>		
Carrying amount at beginning of year	275	326
Additions	47	9
Depreciation	(61)	(60)
Carrying amount at end of year	<b>261</b>	<b>275</b>

**11. PAYABLES**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Outstanding settlements	10,243	3,009
Other	1,056	1,059
	<b>11,299</b>	<b>4,068</b>

Payables are non-interest bearing and unsecured. Outstanding settlements include amounts due to brokers for settlement of security purchases and are settled within two business days of the transaction date.

**12. DERIVATIVE FINANCIAL INSTRUMENTS**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Exchange traded options at fair value	<b>7,593</b>	<b>2,987</b>

The fair value of exchange traded options is established from the quoted prices (unadjusted) in the active market of the ASX for identical assets in accordance with Level 1 of the fair value measurement hierarchy.

**13. PROVISIONS**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
<b>Current</b>		
Provision for employee entitlements	<b>569</b>	<b>540</b>
<b>Non-Current</b>		
Provision for employee entitlements	<b>155</b>	<b>113</b>

**14. DEFERRED TAX LIABILITIES**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
The balance comprises temporary differences attributed to:		
Deferred tax liability on unrealised gains on long-term investments	736,330	648,032
Income receivable which is not assessable for tax until receipt	1,582	1,371
Deferred tax asset on unrealised gains on trading investments	(162)	(296)
	737,750	649,107
Offset by deferred tax assets:		
Provisions and payables	(2,837)	(1,619)
Deferred tax on cost of share issues	(260)	(201)
	(3,097)	(1,820)
<b>Net deferred tax liabilities</b>	<b>734,653</b>	<b>647,287</b>
<b>Movements</b>		
Balance at beginning of year	647,287	536,369
(Credited)/debited to profit or loss	(873)	262
Charged to other comprehensive income	103,372	131,329
Changes to the tax base of investments	(15,133)	(20,673)
<b>Balance at end of year</b>	<b>734,653</b>	<b>647,287</b>

The amount of net deferred tax liabilities expected to be settled in the next 12 months is \$0.8 million (2017: \$0.1 million).

**15. CONTRIBUTED EQUITY**

Ordinary shares rank *pari passu*, have no par value and entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of the shares held. The Company does not have a limited amount of authorised capital.

	<b>2018</b>	<b>2017</b>	<b>2018</b>	<b>2017</b>
	No. of shares	No. of shares	\$'000	\$'000
Issued and fully paid ordinary shares:				
Opening balance	693,413,478	679,742,854	2,671,527	2,572,213
Dividend reinvestment plan <sup>(a)</sup>	5,201,040	5,296,881	40,563	39,134
Share purchase plan <sup>(b)</sup>	10,702,521	8,373,743	84,122	60,458
Cost of share issues net of tax	-	-	(396)	(278)
Closing balance	<b>709,317,039</b>	<b>693,413,478</b>	<b>2,795,816</b>	<b>2,671,527</b>

(a) On 15 September 2017, 2,688,134 shares were allotted at \$7.63 per share pursuant to the Dividend Reinvestment Plan in operation for the final dividend paid for the year ended 30 June 2017.

On 9 March 2018, 2,512,906 shares were allotted at \$7.98 per share pursuant to the Dividend Reinvestment Plan in operation for the interim dividend paid for the year ended 30 June 2018.

(b) On 11 April 2018, 10,702,521 shares were allotted at \$7.86 per share pursuant to the Share Purchase Plan offered to eligible shareholders.

The Company has an on-market share buy-back arrangement in place but it was not activated during the year.



**16. RESERVES**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Executive Performance Rights Reserve	771	980
Investment Revaluation Reserve	1,619,164	1,423,308
Capital Profits Reserve	251,194	245,243
	<b>1,871,129</b>	<b>1,669,531</b>
<b>Movements in reserves during the year</b>		
<b>Executive Performance Rights Reserve</b>		
Balance at beginning of year	980	1,355
Accrued entitlement for unvested rights	941	891
Executive performance shares purchased	(1,150)	(1,266)
Balance at end of year	771	980
<b>Investment Revaluation Reserve</b>		
Balance at beginning of year	1,423,308	1,155,839
Revaluation of long-term investments	339,850	435,198
Provision for deferred tax expense on revaluation of long-term investments	(103,372)	(131,329)
Realised gains on sale of long-term investments transferred to capital profits reserve	(62,311)	(54,700)
Income tax expense thereon	21,689	18,300
Balance at end of year	1,619,164	1,423,308
<b>Capital Profits Reserve</b>		
Balance at beginning of year	245,243	208,843
Dividend paid	(34,671)	-
Transfer from investment revaluation reserve	40,622	36,400
Balance at end of year	251,194	245,243
<b>Total Reserves</b>	<b>1,871,129</b>	<b>1,669,531</b>

Long-term investments were sold in the normal course of the Company's operations as a listed investment company or as a result of takeovers. The fair value of the investments sold during this period was \$200.6 million (2017: \$218.2 million). The cumulative profit after tax on these disposals was \$40.6 million (2017 \$36.4 million), which has been transferred from the investment revaluation reserve to the capital profits reserve.

## Nature and Purpose of Reserves

### Executive Performance Rights Reserve

This reserve contains the fair value of the short-term incentive (STI) and long-term incentive (LTI) performance rights pursuant to the Argo Investments Limited Executive Performance Rights Plan. When rights are exercised, shares are purchased on market and issued to the executive.

#### *STI performance rights*

The values of the STI performance rights are calculated and allocated to each reporting period from the commencement of the performance periods to the vesting dates. The value of the STI performance rights for the current reporting period, which are yet to be issued to participants, has been estimated.

#### *LTI performance rights*

The values of the LTI performance rights are calculated at grant dates and allocated to each reporting period from the grant dates to the vesting dates.

### Investment Revaluation Reserve

Increments or decrements on the revaluation of long-term investments after provision for deferred capital gains tax are recorded in this reserve.

### Capital Profits Reserve

Gains or losses arising from the sale of long-term investments, net of any tax expense or benefit, are recorded in this reserve.

## 17. RETAINED PROFITS

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Balance at beginning of year	375,456	372,955
Dividends paid	(184,171)	(208,985)
Profit for the year	218,918	211,486
Balance at end of year	<b>410,203</b>	<b>375,456</b>

**18. CAPITAL MANAGEMENT**

The Company's objective in managing its capital is to maximise long-term returns to shareholders through a balance of capital and dividend growth from a diversified Australian investment portfolio. This is achieved by the process of providing shareholders with a steady stream of fully franked dividends and enhancement of capital invested, with the goal of paying an increasing level of dividends and providing attractive total returns over the long term.

The Company recognises that its capital will fluctuate in accordance with market conditions and in order to maintain or adjust the capital structure, it may be necessary to vary the amount of dividends paid, issue new shares from time to time or buy back its own shares.

The Company's capital consists of its shareholders' equity and the changes to this capital are shown in the Consolidated Statement of Changes in Equity.

**19. DIVIDENDS**

	2018 \$'000	2017 \$'000
<b>(a) Dividends paid during the year</b>		
Final dividend for the year ended 30 June 2017 of 16.0 cents fully franked at 30% tax rate paid 15 September 2017 (2017: 15.5 cents fully franked at 30% tax rate)	110,946	105,360
Interim dividend for the year ended 30 June 2018 of 15.5 cents fully franked at 30% tax rate paid 9 March 2018 (2017: 15.0 cents fully franked at 30% tax rate)	107,896	103,625
<b>Total dividends paid</b>	<b>218,842</b>	<b>208,985</b>

The final dividend paid contained a listed investment company (LIC) capital gain component of 5.0 cents per share (2017: nil). The interim dividend paid did not contain a LIC capital gain component (2017: nil).

	2018 \$'000	2017 \$'000
<b>(b) Dividend declared after balance date</b>		
Since the end of the financial year, the Directors have declared the following dividend which has not been recognised as a liability at the end of the financial year:		
Final dividend for the year ended 30 June 2018 of 16.0 cents fully franked at 30% tax rate payable 14 September 2018 (2017: 16.0 cents fully franked at 30% tax rate)	<b>113,491</b>	<b>110,946</b>

The final dividend declared will contain a LIC capital gain component of 4.0 cents per share (2017: 5.0 cents).

**20. FRANKING ACCOUNT**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Balance of the franking account after allowing for tax payable and the receipt of franked dividends recognised as receivables	118,142	105,388
Impact on the franking account of the dividend declared but not recognised as a liability at the end of the financial year	(48,639)	(47,548)
	<b>69,503</b>	<b>57,840</b>
The franking account balance would allow the Company to fully frank additional dividend payments up to an amount of	<b>162,174</b>	<b>134,960</b>

The Company's ability to continue to pay franked dividends is dependent upon the receipt of franked dividends from the investment portfolio and the Company paying tax.

**21. LISTED INVESTMENT COMPANY (LIC) CAPITAL GAIN ACCOUNT**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
Balance of the LIC capital gain account	32,584	38,932
Impact on the LIC capital gain account of the dividend declared but not recognised as a liability at the end of the financial year	(28,373)	(34,671)
	<b>4,211</b>	<b>4,261</b>
This equates to an attributable amount of	<b>6,016</b>	<b>6,087</b>

LIC capital gains available for distribution are dependent upon the disposal of investment portfolio holdings which qualify for LIC capital gains and the receipt of LIC capital gain distributions from LIC securities held in the investment portfolio.

**22. FINANCIAL REPORTING BY SEGMENTS**

The Company operates in the investment industry predominately within Australia.

The Company is managed as a whole and is considered to have a single operating segment. There is no further division of the Company or internal segment reporting used by the Directors when making strategic, investment or resource allocation decisions.

The Company is domiciled in Australia and derives its revenue from the investment portfolio through the receipt of dividends, distributions, interest and other income. The portfolio is highly diversified, with no single investment accounting for more than 10% of revenue.

There has been no change to the operating segments during the year.

**23. COMMITMENTS**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
<b>Operating leases</b>		
Future operating lease rentals not provided for in the financial statements and payable:		
Not later than one year	346	404
Later than one year but not later than five years	1,325	987
Later than five years	435	402
	<b>2,106</b>	<b>1,793</b>

The Company has three property leases, expiring on 12 December 2018, 31 January 2024 and 31 December 2025. The lease which expires 31 December 2025 replaces the current property lease which expires on 12 December 2018. The lease expiring on 31 December 2025 provides the Company with a right of renewal. Lease rentals are subject to review during the term of the leases.

**24. RELATED PARTIES**

	<b>2018</b>	<b>2017</b>
	\$	\$
<b>(a) Key Management Personnel Compensation</b>		
Short-term	2,035,464	2,069,830
Post-employment (superannuation)	113,630	123,417
Share based	537,509	549,312
	<b>2,686,603</b>	<b>2,742,559</b>

Detailed remuneration disclosures are provided in the Remuneration Report.

	<b>2018</b>	<b>2017</b>
	\$	\$
<b>(b) Key Management Personnel Loans</b>		
Balance at beginning of year	99,033	118,695
Loan repayments	(21,092)	(19,662)
Balance at end of year	<b>77,941</b>	<b>99,033</b>
Notional interest not charged	1,316	1,644

The loan repayments are made in accordance with the terms of the Argo Investments Executive Share Plan.

**(c) Argo Global Listed Infrastructure Limited**

Argo Global Listed Infrastructure Limited (AGLI) is an Australian investment company which invests in international securities in the infrastructure sector and which listed on the ASX on 3 July 2015.

The Company purchased 12,500,100 shares in AGLI for a consideration of \$25.0 million.

At balance date, the AGLI shares (ASX: ALI) had a fair value of \$22.5 million (2017: \$23.1 million).

The Company receives a fee for managing the operations of AGLI, via its wholly owned subsidiary, Argo Service Company Pty Ltd. Fees of \$3.6 million (2017: \$3.4 million) were received or receivable in the financial year ended 30 June 2018 with Cohen & Steers, the Portfolio Manager, receiving 50% of this fee to manage and invest the portfolio. Management fees of \$0.30 million (2017: \$0.30 million) were receivable at balance date.

There are five Directors of AGLI, of which three are also Directors of the Company.

**25. PARENT ENTITY DISCLOSURES**

In accordance with the *Corporations Amendment (Corporate Reporting Reform) Act 2010* and the *Corporations Act 2001* the following summarised parent entity information is set out below.

As at, and throughout, the financial year ended 30 June 2018 the parent entity is Argo Investments Limited.

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
<b>Profit of the parent entity</b>		
Profit for the year	218,909	211,487
Total comprehensive income for the year	455,386	515,356
<b>Financial position of the parent entity as at 30 June</b>		
Current assets	359,926	308,605
Total assets	5,847,899	5,398,504
Current liabilities	35,539	34,162
Total liabilities	770,881	682,111
Net assets	5,077,018	4,716,393
<b>Total equity of the parent entity comprising of:</b>		
Contributed equity	2,795,816	2,671,527
Reserves	1,871,129	1,669,531
Retained profits	410,073	375,335
Total equity attributable to shareholders of the parent entity	5,077,018	4,716,393

Argo Investments Limited has an agreement in place with Argo Service Company Pty Ltd to provide up to \$250,000 (2017: \$250,000) financing to cover any negative cash flow requirements arising from its operations. The facility was not utilised during the financial year to 30 June 2018.

## 26. SHARE BASED PAYMENTS

### (a) **Argo Employee Share Ownership Plan**

The Directors may at such time or times as determined, issue invitations to eligible employees to apply for shares under the Argo Employee Share Ownership Plan (ESOP) as part of the employees' remuneration. Each eligible employee is offered up to \$1,000 per year in shares at market value. The costs of acquiring the shares on market are paid for by the Company. Any shares acquired cannot be disposed of or transferred until the earlier of three years from the acquisition date or on the date the employee ceases employment. The ESOP was approved by shareholders at the 1997 Annual General Meeting.

During the year, 1,500 (2017: 1,716) shares were acquired by the Company on behalf of eligible employees under the ESOP at a cost of \$12,040 (2017: \$13,016) and had a market value of \$11,955 (2017: \$13,162) at \$7.97 per share (2017: \$7.67 per share) at balance date.

### (b) **Argo Investments Limited Executive Performance Rights Plan**

The Argo Investments Limited Executive Performance Rights Plan (Plan) is designed to provide participants with performance-linked incentives as shareholder value is created. Under the Plan, performance rights are granted to executives to satisfy their STI and LTI entitlements. These performance rights only vest if certain performance and service conditions are met. Participation in the Plan is at the Board's discretion and no individual has a contractual right to participate in the Plan or to receive any guaranteed benefits.

A detailed discussion of the performance and service conditions for performance rights granted or to be granted is set out in the Remuneration Report.

The STI and LTI performance rights are granted under the Plan for no consideration, carry no dividend or voting rights and do not have an exercise price.

When exercisable, each performance right is convertible into an ordinary Company share, subject to certain adjustments allowable under the Plan.

Set out below are summaries of rights granted under the Plan:

### STI Performance rights

Grant date	Earliest vesting date	Expiry date	Opening balance	Granted	Vested and exercised	Lapsed	Closing balance (unvested)
26/10/15	26/10/17	9/11/17	72,945	-	(72,945)	-	-
26/10/16	26/10/18	9/11/18	72,275	-	-	-	72,275
16/10/17	16/10/19	30/10/19	-	71,516 <sup>(1)</sup>	-	-	71,516
			<b>145,220</b>	<b>71,516</b>	<b>(72,945)</b>	-	<b>143,791</b>

- (1) The fair value at grant date of the STI performance rights issued during the year was \$7.09 (2017: \$6.46) and was independently calculated by estimating the value of dividends that would not have been received during the vesting period and subtracting this amount from the value of the grant date share price. The following inputs were used to calculate the fair value of the STI performance rights issued:
- (a) Share price at valuation date 16 October 2017: \$7.91 (26 October 2016: \$7.26); and
  - (b) Dividend yield grossed up for franking credits based on historic and future yield estimates: 5.5% (2017: 5.8%).
- (2) STI performance rights expense of \$516,986 (2017: \$472,639) was recognised as an administration expense in the Consolidated Statement of Profit or Loss.
- (3) The weighted average remaining life of the STI performance rights outstanding at the end of the year was 0.8 year (2017: 0.7 year).

During the year, 72,945 (2017: 41,073) shares were acquired by the Company on behalf of eligible employees for exercised STI performance rights at a cost of \$583,374 and had a market value of \$581,372 at \$7.97 per share at balance date.



**LTI performance rights**

Grant date	Earliest vesting date	Expiry date	Opening balance	Granted	Vested and exercised	Lapsed	Closing balance (unvested)
22/11/13	22/11/17	6/12/17	140,700	-	(70,350)	(70,350) <sup>(2)</sup>	-
22/11/14	22/11/18	4/12/18	119,200	-	-	-	119,200
26/10/15	26/10/19	9/11/19	132,320	-	-	-	132,320
26/10/16	26/10/20	9/11/20	157,420	-	-	-	157,420
16/10/17	16/10/21	30/10/21	-	167,050 <sup>(1)</sup>	-	-	167,050
			<b>549,640</b>	<b>167,050</b>	<b>(70,350)</b>	<b>(70,350)</b>	<b>575,990</b>

- (1) The fair value at grant date of the LTI performance rights issued during the year was \$6.35 (2017: \$5.76) and was independently calculated by estimating the value of dividends that would not have been received during the vesting period and subtracting this amount from the value of the grant date share price. The Monte Carlo simulation has been used to determine the probabilities of meeting the performance conditions and the expected level of vesting under each performance condition. The following inputs were used to calculate the fair value of the LTI performance rights issued:
- (a) Share price at valuation date 16 October 2017: \$7.91 (26 October 2016: \$7.26); and
  - (b) Dividend yield grossed up for franking credits based on historic and future yield estimates: 5.5% (2017: 5.8%).
- (2) 70,350 LTI performance rights lapsed because the performance condition was not fully satisfied.
- (3) LTI performance rights expense totalling \$424,339 (2017: \$418,173) was recognised as an administration expense in the Consolidated Statement of Profit or Loss.
- (4) The weighted average remaining life of the LTI performance rights outstanding at the end of the year was 2.0 years (2017: 2.0 years).

During the year, 70,350 (2017: 131,877) shares were acquired by the Company on behalf of eligible employees for exercised LTI performance rights at a cost of \$567,113 (2017: \$962,326) and had a market value of \$560,690 (2017: \$1,011,497) at \$7.97 per share (2017: \$7.67 per share) at balance date.

**27. CASH FLOW INFORMATION**

	<b>2018</b>	<b>2017</b>
	\$'000	\$'000
(a) Reconciliation of net cash provided by operating activities to profit for the year:		
Profit for the year	218,918	211,486
Dividends received as securities in dividend reinvestment plan	(12,401)	(4,758)
Depreciation	61	60
Charges to provisions	182	134
Other movements	(209)	(375)
(Decrease)/increase in provision for income tax	(10,328)	33,477
Transfer from provision for deferred income tax	(14,729)	(20,889)
(Increase)/decrease in deferred tax assets	(1,218)	496
Changes in operating assets and liabilities:		
Increase in current investments	(1,600)	(7,264)
Increase in other debtors	(2,820)	(112)
Increase/(decrease) in other creditors	4,602	(1,228)
<b>Net cash provided by operating activities</b>	<b>180,458</b>	<b>211,027</b>
(b) Non-cash financing activities		
Dividends paid totalling \$40.6 million were reinvested in shares under the Company's Dividend Reinvestment Plan (2017: \$39.1 million).		

**28. AUDITOR'S REMUNERATION**

	<b>2018</b>	<b>2017</b>
	\$	\$
During the year the following remuneration amounts were paid or payable for services provided by the Auditor:		
(a) Audit services		
Audit and review of financial reports	147,338	148,234
(b) Non-audit services		
Taxation and professional services	34,769	18,850
<b>Total remuneration</b>	<b>182,107</b>	<b>167,084</b>

## 29. FINANCIAL RISK MANAGEMENT

The risks associated with the holding of financial instruments such as investments, cash and cash equivalents, other financial cash assets, receivables and payables include credit risk, liquidity risk and market risk.

### **Credit Risk**

The risk that a financial loss will occur because a counterparty to a financial instrument fails to discharge an obligation is known as credit risk.

In relation to cash and cash equivalents disclosed in Note 6, the maximum exposure to credit risk is the carrying amount of bank deposits and any interest accrued.

The Company's cash investments are managed internally under Board approved guidelines. Funds are invested for the short to medium term with the major Australian banks which have a Standard & Poor's short-term rating of A1+. The maturities of bank term deposits in cash and cash equivalents are within three months while bank term deposits in other financial cash assets mature from three to six months.

The credit risk exposure for the Company's receivables as disclosed in Note 7 is the carrying amount.

Credit risk exposure also arises in relation to option positions held by the Company. The extent of this exposure is reflected in the carrying value and is disclosed in Note 12.

None of the assets exposed to credit risk are past due or considered to be impaired.

### **Liquidity Risk**

Liquidity risk is the risk that the Company is unable to meet its financial obligations as they fall due.

The Company has no borrowings and monitors its cash flow requirements daily which includes the amount required for purchases of securities, the amount receivable from sales of securities, and dividends and distributions to be paid or received.

The Company's inward cash flows depend mainly upon the amount of dividends and distributions received from the investment portfolio as well as the proceeds from the sale or takeover of investments. Should these inflows drop by a material amount, the Company would amend its outward cash flows accordingly. As the Company's major cash outflows are purchases of investments and dividends paid to shareholders, the level of both is controllable by the Board and management.

The assets of the Company are largely in the form of tradeable securities which, if necessary, could be sold on market to meet obligations.

Current financial liabilities are disclosed in Note 11.

## Market Risk

Market risk is the risk that changes in market prices will affect the fair value of financial instruments.

The Company is a listed investment company that invests in tradeable securities. Due to the nature of its business, the Company will always be subject to market risk as it invests its capital in securities which have fluctuating market prices.

A general fall in the fair value of long-term investments of 5% and 10%, if equally spread over all assets in the long-term investment portfolio, would lead to a reduction in the Company's equity of \$192.0 million (2017: \$178.1 million) and \$384.0 million (2017: \$356.1 million) respectively, after tax. The investment revaluation reserve at 30 June 2018 has an after tax balance of \$1,619.2 million (2017: \$1,423.3 million). It would require a 42% (2016: 40%) after tax fall in the value of the long-term investment portfolio to fully deplete this reserve.

The Company seeks to reduce the market risk of the long-term investment portfolio by ensuring that it is not, in the opinion of the Board, overly exposed to one company or one particular sector of the market. The relative weightings of the individual securities and market sectors are reviewed and risk is appropriately managed. The Company does not have set parameters as to a minimum or maximum amount of the long-term investment portfolio that can be invested in a single company or sector.

The Company's assets are spread across investment industry sectors as below:

	2018	2017
Energy	5%	4%
Materials	15%	13%
Industrials	6%	6%
Consumer Discretionary	8%	7%
Consumer Staples	7%	7%
Health Care	9%	8%
Banks	18%	20%
Cash and Short-term Deposits	4%	5%
Other Financials	11%	11%
Listed Investment Companies	5%	5%
Property	3%	4%
Telecommunication Services & I.T.	5%	6%
Utilities	4%	4%
	100%	100%

The following investments represent over 5% of total assets:

	2018	2017
Westpac Banking Corporation	5.9%	6.3%
Macquarie Group	5.2%	4.0%

The fair value of the Company’s derivative financial instruments, being exchange traded options, are subject to market risk, as changes in market price will affect the fair value of the financial instrument. The Company seeks to reduce the market risk of these derivatives by imposing Board approved maximum exposure limits for each security and in total. The total exposure position is determined and monitored on a daily basis. The fair value of exchange traded options at balance date was \$7.6 million (2017: \$3.0 million) and is disclosed in Note 12. Investments with a market value of \$45.9 million (2017: \$45.2 million) were lodged with the ASX Clearing Corporation as collateral for any option positions written by the Company in the Exchange Traded Option Market.

The Company is not materially exposed to interest rate risk, as all of its cash investments and bank term deposits mature in the short-term and have a fixed interest rate.

The Company is not significantly exposed to currency risk, as the majority of investments are quoted in Australian dollars. One security is not quoted in Australian dollars and has a fair value that represents 1.9% (2017: 1.2%) of the fair value of long-term investments disclosed in Note 29.

**Fair Value Measurement**

The Company measures the fair value of its long-term investments, as required by Accounting Standard AASB 13 *Fair Value Measurement*, based on the following fair value measurement hierarchy:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and
- Level 3: inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

**30. LONG-TERM INVESTMENTS**

The following long-term investments are valued at fair value through other comprehensive income.

	<b>2018</b> No. of shares or units	<b>2018</b> \$'000	<b>2017</b> No. of shares or units	<b>2017</b> \$'000
Adelaide Brighton Ltd	7,681,385	53,386	7,681,385	43,246
AGL Energy Ltd.	3,642,000	81,872	3,642,000	92,871
ALS Ltd.	5,104,023	38,484	5,104,023	38,025
Alumina Ltd.	12,429,285	34,802	12,429,285	23,864
Amcor Ltd.	4,918,564	70,877	4,918,564	79,730
AMP Ltd.	13,381,674	47,639	12,381,674	64,261
Ansell Ltd.	636,972	17,319	786,972	18,675
APA Group	10,882,525	107,193	10,277,940	94,249
A.P. Eagers Ltd.	4,432,620	37,810	4,432,620	37,057
Argo Global Listed Infrastructure Ltd.	12,500,100	22,500	12,500,100	23,125
Aristocrat Leisure Ltd.	2,785,130	86,061	2,485,130	56,065
Asaleo Care Ltd.	13,534,001	18,880	14,534,001	21,365
Australia and New Zealand Banking Group Ltd.	9,765,275	275,771	9,762,275	280,373
Australian United Investment Company Ltd.	14,416,456	124,702	15,094,383	122,114
Automotive Holdings Group Ltd.	5,943,484	16,939	5,943,484	19,911
Bega Cheese Ltd.	450,000	3,335	-	-
BHP Billiton Ltd.	7,928,904	268,869	8,428,904	196,225
Boral Ltd.	8,585,327	56,062	4,460,327	30,999
Brambles Ltd.	5,501,609	48,854	5,501,609	53,586
Brickworks Ltd.	584,009	9,134	584,009	8,053
CBL Corporation Ltd.	11,286,706	-	9,236,706	29,557
Challenger Ltd.	4,690,311	55,486	4,190,311	55,899
Coca-Cola Amatil Ltd.	2,200,733	20,247	2,200,733	20,313
Commonwealth Bank of Australia	3,203,731	233,456	3,203,731	265,301
Computershare Ltd.	4,901,166	90,328	4,901,166	69,302
Crown Resorts Ltd.	2,609,184	35,224	2,609,184	32,041
CSL Ltd.	1,113,370	214,457	1,113,370	153,678
Diversified United Investment Ltd.	9,269,575	38,283	9,569,575	35,599
Downer EDI Ltd.	2,309,538	15,659	1,809,538	11,599
DuluxGroup Ltd.	3,881,512	29,694	3,881,512	26,937
Estia Health Ltd.	11,209,250	36,878	11,209,250	34,188
Event Hospitality & Entertainment Ltd.	3,012,387	40,336	1,972,387	26,371

	<b>2018</b> No. of shares or units	<b>2018</b> \$'000	<b>2017</b> No. of shares or units	<b>2017</b> \$'000
Fletcher Building Ltd.	-	-	900,000	6,849
Genworth Mortgage Insurance Australia Ltd.	3,208,901	8,247	3,208,901	9,402
GPT Group	3,480,667	17,612	3,480,667	16,672
GUD Holdings Ltd.	1,772,013	25,092	1,772,013	22,877
Harvey Norman Holdings Ltd.	5,213,182	17,308	5,213,182	19,914
Iluka Resources Ltd.	1,700,000	19,006	1,700,000	14,756
Incitec Pivot Ltd.	4,095,530	14,867	4,095,530	13,966
Insurance Australia Group Ltd.	5,031,075	42,915	6,281,075	42,586
Intrepica Pty Ltd.	3,030,502	1,394	3,030,502	1,394
InvoCare Ltd.	2,282,191	31,357	2,082,191	30,608
IRESS Ltd.	791,884	9,534	791,884	10,049
iSelect Ltd.	-	-	4,472,554	8,990
Lendlease Group	3,893,609	77,132	3,893,609	64,829
LEX Property Fund	-	-	3,000,000	4,080
Macquarie Group Ltd.	2,458,151	303,950	2,458,151	217,546
Managed Accounts Holdings Ltd.	18,803,572	4,043	12,500,000	4,375
McGrath Ltd.	10,000,000	3,750	7,500,000	4,200
Milton Corporation Ltd.	20,919,808	96,440	25,919,808	116,898
Mirvac Group	6,000,551	13,021	6,000,551	12,781
MMA Offshore Ltd.	6,000,000	1,530	7,000,000	1,085
Monash IVF Group Ltd.	11,454,986	12,371	8,211,645	14,617
MotorCycle Holdings Ltd	-	-	300,000	1,182
Murray River Organics Group Ltd	-	-	1,249,998	413
National Australia Bank Ltd.	6,055,138	165,971	6,055,138	179,172
Navitas Ltd.	3,757,061	16,681	3,757,061	18,222
Novonix Ltd.	1,250,000	763	-	-
Nufarm Ltd.	1,870,605	16,574	-	-
Oil Search Ltd.	2,000,000	17,800	-	-
oOh!media Ltd.	-	-	1,005,493	4,143
Orica Ltd.	2,307,983	40,967	2,307,983	47,821
Origin Energy Ltd.	10,951,603	109,845	10,959,203	75,180
Pact Group Holdings Ltd.	3,672,314	19,353	3,237,038	19,390
Paragon Care Ltd.	6,304,156	5,201	-	-
Peet Ltd.	16,152,705	21,322	16,152,705	19,302
Perpetual Ltd.	238,905	9,939	238,905	13,348
Premier Investments Ltd.	1,250,000	21,100	1,250,000	15,838

	2018 No. of shares or units	2018 \$'000	2017 No. of shares or units	2017 \$'000
Primary Health Care Ltd.	7,808,917	27,253	6,808,917	24,784
Programmed Maintenance Services Ltd.	-	-	1,572,197	2,932
QANTM Intellectual Property Ltd.	4,900,053	5,145	4,718,457	5,992
QBE Insurance Group Ltd.	5,945,491	57,909	5,670,491	66,968
Ramsay Health Care Ltd.	1,666,319	89,948	1,393,350	102,551
Ramsay Health Care Ltd. reset conv. preference	25,000	2,675	25,000	2,672
Reece Ltd.	4,402,712	55,694	746,205	31,341
Regis Healthcare Ltd.	1,660,959	5,448	1,660,959	6,528
Rio Tinto Ltd.	2,220,739	185,298	2,370,739	149,997
Rural Funds Group	5,407,750	11,465	5,407,750	9,977
Santos Ltd.	11,007,714	69,018	11,007,714	33,353
Scentre Group	7,526,662	33,042	7,526,662	30,483
Sonic Healthcare Ltd.	3,147,791	77,215	2,980,069	72,177
South32 Ltd.	7,265,004	26,227	7,265,004	19,470
Spark Infrastructure	6,868,363	15,660	4,868,363	12,755
Speedcast International Ltd	2,767,742	17,077	1,167,742	4,461
Steadfast Group Ltd.	11,095,120	31,177	9,431,269	25,087
Stockland	2,817,934	11,187	2,817,934	12,343
Suncorp Group Ltd.	5,027,906	73,357	4,260,838	63,146
Sydney Airport	14,458,175	103,521	14,458,175	102,508
Tabcorp Holdings Ltd.	10,586,538	47,216	4,050,670	17,701
Tassal Group Ltd.	6,614,275	27,317	5,714,975	21,774
Technology One Ltd.	5,964,564	25,349	5,964,564	34,356
Telstra Corporation Ltd.	46,014,800	120,559	44,014,800	189,264
Transurban Group	6,273,178	75,090	5,802,689	68,762
Twenty-First Century Fox, Inc. class B	1,531,687	101,995	1,681,687	61,062
Vocus Group Ltd.	6,152,447	14,212	6,152,447	20,734
Washington H. Soul Pattinson and Company Ltd.	2,182,606	45,158	2,182,606	36,384
Wesfarmers Ltd.	5,040,027	248,776	5,440,027	218,254
Westfield Corporation	-	-	3,724,835	29,910
Westpac Banking Corporation	11,758,448	344,523	11,116,768	339,173
Woodside Petroleum Ltd.	1,700,873	60,313	1,700,873	50,805
Woolworths Ltd.	3,333,026	101,724	4,133,026	105,557
WorleyParsons Ltd.	-	-	797,336	8,946
<b>Total long-term investments</b>		<b>5,486,170</b>		<b>5,087,851</b>



## Directors' Declaration

In the opinion of the Directors of Argo Investments Limited (Company):

- (a) the consolidated financial statements and notes set out on pages 39 to 72 are in accordance with the *Corporations Act 2001* including:
  - (i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
  - (ii) giving a true and fair view of the consolidated entity's financial position as at 30 June 2018 and of its performance for the financial year ended on that date; and
- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Note 1(a) confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Directors have been given the declarations required by section 295A of the *Corporations Act 2001* from the Managing Director and the Chief Financial Officer for the financial year ended 30 June 2018.

Dated this 13th day of August 2018

Signed in accordance with a resolution of the Directors



R.A. Higgins AO  
Chairman

## Independent auditor's report

To the members of Argo Investments Limited

### *Report on the audit of the financial report*

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#### *Our opinion*

In our opinion:

The accompanying financial report of Argo Investments Limited (the Company) and its controlled entities (together, Argo) is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Argo's financial position as at 30 June 2018 and of its financial performance for the year then ended
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

#### **What we have audited**

The financial report comprises:

- the consolidated statement of financial position as at 30 June 2018
- the consolidated statement of profit or loss for the year then ended
- the consolidated statement of comprehensive income for the year then ended
- the consolidated statement of changes in equity for the year then ended
- the consolidated statement of cash flows for the year then ended
- the notes to the consolidated financial statements, which include a summary of significant accounting policies
- the directors' declaration.

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#### *Basis for opinion*

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial report* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Independence**

We are independent of Argo in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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#### **PricewaterhouseCoopers, ABN 52 780 433 757**

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T +61 8 8218 7000, F +61 8 8218 7999, [www.pwc.com.au](http://www.pwc.com.au)

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## Our audit approach

An audit is designed to provide reasonable assurance about whether the financial report is free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial report.

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial report as a whole, taking into account the geographic and management structure of Argo, its accounting processes and controls and the industry in which it operates.



### Materiality

- For the purpose of our audit we used overall quantitative materiality for Argo of \$50.8 million, which represents approximately 1% of net assets of Argo at 30 June 2018.
- We applied this threshold, together with qualitative considerations, to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements on the financial report as a whole.
- We chose net assets as the benchmark because, in our view, net assets is:
  - the benchmark against which the performance of Argo is most commonly measured;
  - the key driver of the business and determinant of Argo's value; and
  - a generally accepted benchmark for listed investment companies.
- We selected a 1% threshold based on our professional judgement, noting that it is within the range of commonly acceptable net asset related thresholds.

### Audit scope

- Our audit focused on where Argo made subjective judgements; for example, significant accounting estimates involving assumptions and inherently uncertain future events.
- Argo operates out of its Adelaide and Sydney offices with the finance function based in Adelaide. We perform our audit procedures predominantly at the Adelaide office. The investment management and administration operations for Argo are conducted by the Company's subsidiary, Argo Service Company Pty Ltd.

## Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report for the current period. The key audit matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Further, any commentary on the outcomes of a particular audit procedure is made in that context. We communicated the key audit matters to the Audit and Risk Committee.

### Key audit matter

### How our audit addressed the key audit matter

#### *Existence and valuation of investments*

Argo has investments of \$5.5 billion as at 30 June 2018 (refer notes 1(d) and 8 of the financial report).

Investments mostly consist of listed Australian equities and some unlisted Australian securities. Investments are valued by multiplying the quantity held by the respective market price, cost or estimated net tangible asset value per share for unlisted investments.

Whilst there is not significant judgement in determining the valuation of Argo's investments, these represent a key measure of Argo's performance and comprise a significant proportion of total assets in the consolidated statement of financial position. The fluctuations in investment valuation will also impact the realised and unrealised gains/(losses) recognised in the consolidated statement of profit or loss and other comprehensive income which also affects the deferred tax provisions. Given the pervasive impact investments have on Argo's key financial metrics, we determined the existence and valuation of investments to be a key audit matter.

Our audit procedures included:

- 1) Reperforming a reconciliation of the investments balance for the year, including the 1 July 2017 investment balance, purchases, sales, other relevant transactions and the 30 June 2018 investment balance.
- 2) Verifying the mathematical accuracy of investments equalling quantity by unit price as at 30 June 2018.
- 3) Performed testing over a sample of investment purchases and sales by agreeing the transaction recorded to purchase and sale confirmations from brokers.
- 4) Agreeing all the investment quantity holdings at 30 June 2018 to external share registries.
- 5) For listed investments, agreeing market prices used to value the investments to independent market pricing sources.
- 6) For unlisted investments, where there was less or little market observable data, agreeing the investment value used to the original cost per share or net tangible asset values.
- 7) Assessing the design and performing tests of the implementation and operating effectiveness of the key accounting controls over the investments.

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### *Other information*

The directors are responsible for the other information. The other information comprises the information included in Argo's annual report for the year ended 30 June 2018, including the Five Year Summary and Share Price Return, Portfolio Sector Allocation and 20 Largest Investments, Company Profile, Shareholder Benefits, Directors' Report and Shareholder information, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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### *Responsibilities of the directors for the financial report*

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of Argo to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate Argo or to cease operations, or have no realistic alternative but to do so.

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### *Auditor's responsibilities for the audit of the financial report*

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: [http://www.auasb.gov.au/auditors\\_responsibilities/ar1.pdf](http://www.auasb.gov.au/auditors_responsibilities/ar1.pdf). This description forms part of our auditor's report.



## *Report on the remuneration report*

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### *Our opinion on the remuneration report*

We have audited the remuneration report included in pages 17 to 36 of the directors' report for the year ended 30 June 2018.

In our opinion, the remuneration report of Argo Investments Limited for the year ended 30 June 2018 complies with section 300A of the *Corporations Act 2001*.

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### *Responsibilities*

The directors of the Company are responsible for the preparation and presentation of the remuneration report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the remuneration report, based on our audit conducted in accordance with Australian Auditing Standards.

A handwritten signature in black ink that reads 'PricewaterhouseCoopers'.

PricewaterhouseCoopers

A handwritten signature in black ink, appearing to be 'M T Lojarczyk'.

M T Lojarczyk  
Partner

Adelaide  
13 August 2018

## Shareholder information as at 31 July 2018

	<b>Ordinary shareholders</b>
Number of shareholders holding:	
1- 1,000 shares	22,375
1,001- 5,000 shares	31,060
5,001- 10,000 shares	14,109
10,001- 100,000 shares	16,217
100,001 or more shares	500
<b>Total number of shareholders (entitled to one vote per share)</b>	<b>84,261</b>
Number of shareholders holding less than a marketable parcel	1,660

### 20 largest shareholders of ordinary shares

	<b>No. of shares</b>	<b>% of issued capital</b>
HSBC Custody Nominees (Australia) Limited	6,292,258	0.89
RCY Pty. Limited	6,166,887	0.87
JIT Pty. Limited	4,950,972	0.70
IOOF Investment Management Limited (IPS Super a/c)	3,712,369	0.52
Nulis Nominees (Australia) Limited (Navigator Mast Plan Sett a/c)	2,961,401	0.42
TRIGT Pty. Limited	2,852,478	0.40
Navigator Australia Ltd. (MLC Investment Sett a/c)	2,427,125	0.34
McLennan Holdings Pty. Ltd.	2,121,935	0.30
Bougainville Copper Limited	1,937,571	0.27
Donald Cant Pty. Ltd.	1,854,225	0.26
Milton Corporation Limited	1,809,575	0.26
Salur Holdings Pty. Limited	1,644,597	0.23
Kalymna Pty. Ltd.	1,620,737	0.23
Citicorp Nominees Pty. Limited	1,361,381	0.19
Poplar Pty. Ltd.	1,285,942	0.18
Jacaranda Pastoral Pty. Ltd.	1,284,614	0.18
JPMorgan Nominees Australia Limited	1,169,526	0.16
IOOF Investment Management Limited (IPS IDPS a/c)	1,131,428	0.16
Ling Nominees Pty. Ltd. (Ling Family a/c)	1,090,849	0.15
Australian Executor Trustees Limited	1,001,333	0.14
	<b>48,677,203</b>	<b>6.85</b>

The Company has an on-market buy-back arrangement in place but it was not activated during the year.

